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I. INTRODUCTION

A. Purpose and scope

This Code of Ethics applies to all employees, officers, and directors of National Instruments Corporation, including its subsidiaries, (collectively, “NI” or the “Company”) around the world, regardless of citizenship or location (collectively, “you”). It provides general guidance on how to carry out business activities in a manner that is consistent with NI’s values and policies and complies with the letter and spirit of applicable legal requirements.

This Code has been approved by NI’s Board of Directors. Any request for an exception to the Code for an executive officer or director of the Company must be approved by the Board of Directors. If approved, NI will publicly disclose the exception and the justification for it.

In addition to complying with this Code, you must abide by NI’s policies and all applicable laws, regulations, rules, and regulatory orders of the U.S. and the countries in which NI does business. NI is committed to cooperating with government inquiries and investigations and timely self-reporting compliance violations when appropriate to do so, and it requires the same commitment from you.

This Code is not a contract of employment. NI may interpret, modify, or rescind some or all Code provisions, as well as related policies and procedures, at any time.

This Code is available on NI.com.

B. How to use the Code

In addition to this Code, NI has adopted ethics and compliance-related policies, which are available internally on Ethics & Compliance at NI. Please read the Code and related policies and familiarize yourself with requirements that apply to you. Adhering to them protects the Company and you; and violating them can expose the Company and you to a myriad of legal, regulatory, reputational, and operational risks. Further, failure to adhere to this Code can also provide grounds for disciplinary action up to and including termination of employment.

C. Making ethical decisions

It is your responsibility to always do the right thing. If something is illegal, violates this Code, or a Company policy, it is clearly wrong, and you shouldn’t do it. Of course, this Code and Company policies can’t address every possible situation; you may find yourself in a gray area. When facing an ethical dilemma, ask yourself:

- What feels right or wrong about the situation?
- How would the proposed action affect others?
- How would the Company’s stakeholders judge your actions?
- Would it be helpful to get someone else’s input?

It is up to you to use good judgment in these situations.
D. Seeking guidance, reporting violations and concerns

If you suspect that someone is violating the law, this Code, or a Company policy, it is your duty to report it. If you have questions or aren’t sure about the right course of action, ask your supervisor (or a more senior member of your management chain), human resources representative, the NI Legal Department, or use the Ethics Hotline (www.ni.com/ethicspoint or (888) 373-5929), which is operated by an independent third-party provider. Reports to the Hotline may be made anonymously in the U.S. and where permitted by law. All reports of suspected violations will be evaluated promptly, fairly, and lawfully, and, where appropriate, remedial, and/or corrective action will be taken.

You can always ask questions or report suspected violations without fear of retaliation. NI does not tolerate retaliation in any form against anyone who asks questions or raises honest concerns. Actual or threatened retaliation against anyone who reports a suspected violation in good faith or cooperates in an investigation is itself a violation of the Code and should be reported immediately. However, these protections do not apply to the intentional submission of a false report or false information, which may result in disciplinary action up to and including termination.

E. Make a commitment

We all need to show our commitment to ethical business practices and legal compliance by completing Code of Ethics training on an annual basis and/or as assigned and by certifying (in the form of the Acknowledgement attached as Exhibit A) that we have read, understand, and agree to abide by the Code.

II. IN THE WORKPLACE

A. Compliance with employment laws

NI is committed to complying with all applicable laws and regulations regarding employment law. This includes employment of immigrants and non-citizens, calculation and payment of wages and other compensation, provision of benefits, attendance and time off, limits on working time, laws prohibiting discrimination, harassment, forced labor and human trafficking, protection of personal data and other terms and conditions of employment.

NI Human Resources provides additional guidance on local employment policies and practices. Our HR policies applicable for U.S. employees can be found here. Employees outside the U.S. should consult with their local HR representative for country or region-specific guidance.

Additional guidance is in our Human Rights Policy, which can be found here.

B. Equal opportunity employment

NI is committed to the principle of equal opportunity employment for anyone legally authorized to work in the applicable country, and to offering a work environment free of discrimination and harassment (including sexual harassment).

All employment decisions at NI are based on company needs, job requirements, and individual qualifications, without regard to race, color, sex, gender, pregnancy, marital status, age, religion, disability, medical condition, genetic information, military or veteran status,
national origin, ancestry, sexual orientation, gender identity or expression, or any status or characteristic protected by law in the locations where we operate.

NI does not tolerate discrimination against any applicant or employee based on the person’s protected status or characteristics. Discrimination includes taking negative employment actions (such as demotion or termination) or denying positive employment actions (such as hiring, promotion, salary increases) because of a person’s protected status or characteristic.

NI Human Resources provides additional guidance on local employment policies and practices. Our HR policies applicable for U.S. employees can be found here. Employees outside the U.S. should consult with their local HR representative for country or region-specific guidance.

C. Harassment

Harassment based on a person’s protected status or characteristics is a form of illegal employment discrimination. Illegal harassment can include offensive language, written materials or objects that are directed or used in a way that undermines or interferes with a person’s work performance, or creates an intimidating, hostile or offensive work environment. Sexual harassment includes unwanted sexual advances, invitations, or comments; physical conduct including assault or unwanted touching; or threats or demands to submit to sexual requests as a condition of employment. NI believes everyone deserves to be treated with dignity and respect and does not tolerate any form of harassing behavior against any employee or anyone else with whom NI does business or has a relationship, even if the behavior does not rise to the level of illegality.

If you see harassment, speak up. You may report inappropriate conduct to your supervisor (or a more senior member of your management chain), human resources representative, the NI Legal Department, or NI’s Ethics Hotline.

NI Human Resources provides additional guidance on local employment policies and practices. Our HR policies applicable for U.S. employees can be found here. Employees outside the U.S. should consult with their local HR representative for country or region-specific guidance.

D. Health and safety

NI is committed to preserving the health and safety of our employees, contractors and others working in our facilities. We will conduct our business with integrity and observe the occupational health and safety laws and regulations of the locations where we operate. We will continuously improve our health and occupational safety systems and procedures so that they meet or exceed industry standards and local regulations.

You should observe all applicable workplace safety rules, use specified personal protective equipment, and use due care when performing your duties at all times and in all locations—including customer sites, at home, or other remote locations. In addition, you must immediately report workplace injuries, illnesses, or unsafe conditions to your manager. No employee will be subjected to retaliation or reprisal for being injured on the job or reporting workplace injuries or unsafe conditions.

Our Environmental, Health, and Safety (EHS) Policy Statement can be found here.
III. INTEGRITY OF FINANCIAL STATEMENTS AND REGULATORY FILINGS

A. Financial statement integrity

The ongoing integrity of our financial statements and other regulatory filings and disclosures is critical to the success of our business, and the confidence and trust of our shareholders, customers, business partners and other stakeholders.

All financial information about NI filed with the U.S. Securities and Exchange Commission and other government agencies, or disclosed publicly, as well as all information in statutory financial statements and tax filings, must be accurate and complete, and must comply with applicable accounting principles, as well requirements promulgated by Nasdaq and the SEC and other regulatory agencies.

B. Internal controls over financial reporting

NI has established a system of internal controls to help ensure the integrity and timeliness of our financial reporting process. All employees are responsible for understanding and complying with applicable controls. As required by the Sarbanes-Oxley Act of 2002, NI management, principal executives, and financial officers certify in quarterly and annual statements their responsibility for establishing and maintaining control over the design and reliability of financial reporting. If you are responsible for overseeing, operating or evaluating NI’s internal controls over financial reporting, make sure you perform your duties in accordance with NI policies, guidance, and instruction. If you are asked to provide, review or certify information related to NI’s internal controls, respond in a full, accurate and timely manner.

C. Company books and records

All documents that have a relationship to NI’s financial results and reporting, including agreements, invoices, check requests, inventories, and other reports, must be accurate. All transactions must be supported by accurate documentation in reasonable detail, recorded in the true and proper amount, and placed in the proper accounting period. All employees must honestly record information related to their job responsibilities such as time and attendance, expense reporting, and the like. In addition, all financial records, including supporting documentation for financial transactions, must be maintained in accordance with applicable legal requirements and NI Records Retention Guidelines.

D. False or unsupported financial reporting

Never misrepresent NI’s financial or operational performance or otherwise compromise the integrity of the company’s financial statements. Do not enter information in the company’s books or records that hides, misleads, or disguises the true nature of any financial or non-financial transaction, result, or balance. Manipulation of financial data may be considered fraud and may result in disciplinary action up to and including termination. Further, such conduct could expose you and the Company to civil and/or criminal liability.
E. Fraud

NI prohibits fraud and deception in all business transactions and financial reporting—whether committed by employees or third parties. Fraud includes any intentional or deliberate act committed to secure unfair or unlawful gain or to deprive another of property or money by guilt, deception or other unfair means. Examples of possible fraudulent behavior include:

- Intentionally recording a false or misleading transaction or accounting entry
- Destroying or altering company records without authority or for improper purposes
- Forging or altering company checks
- Misuse of company credit cards
- Misappropriating funds or assets of the company
- Falsifying expense reports
- Engaging in bribery, embezzlement or money laundering
- Using or taking company property or funds for private use
- Circumventing internal controls

NI has procedures and controls designed to prevent, detect, and deter fraud, and the Company is committed to continuously enhancing them.

F. Cooperation and non-interference

You must cooperate with internal reviews and investigations conducted by NI’s Internal Audit, Accounting, and Legal teams. Never attempt to interfere with, influence, coerce, manipulate or mislead any of them.

G. Raising financial integrity or fraud concerns

Immediately notify your supervisor (or a more senior member of your management chain), a member of NI’s Internal Audit or Legal Departments, or file a report on the Ethics Hotline if you:

- believe that you have discovered a weakness or error in the company’s internal controls system
- believe an ethical violation has or will occur
- become aware of improper or questionable accounting or auditing matters
- feel that any type of fraud has or will occur
- are instructed or feel pressured to enter false or misleading financial entries
You must report your suspicions no matter who is involved. Your report may be made anonymously where allowed by law; however, be assured that NI will not tolerate any form of retaliation against an employee who makes a good faith report of concerns about financial integrity matters or fraud.

Reports may be filed electronically or by phone. For detailed information please visit the Ethics Hotline.

IV. PROTECTING COMPANY ASSETS AND REPUTATION

A. Using information technology and other company resources

NI provides employees with facilities, furniture, supplies, equipment, and information technology resources to help them perform their work for NI. You must protect these assets from theft, loss, damage, waste and abuse. Secure and reliable information technology resources are essential to the operation of our business. They must be properly safeguarded and used in accordance with NI policy at all times.

Information technology resources include all types of communication and computing equipment and devices, access to Internet and intranet, networking capabilities, and software programs and applications.

Employees may occasionally use NI resources, including information technology resources, for limited personal use, but it must be appropriate and kept to a minimum. Inappropriate use would include such things as engaging in illegal activity, representing yourself as someone else (i.e. “spoofing”), spamming, cracking or hacking, theft or unauthorized copying of electronic files, or posting confidential NI information without authorization from NI.

Consistent with local laws, NI reserves the right to monitor the use of its resources, including its information technology resources. Where permitted by local law, your use of the resources constitutes consent to such monitoring.

Help keep our physical assets safe and secure by following all security rules and procedures such as using your badge when entering facilities and locking valuable equipment, like notebook computers. All visitors to NI offices are required to check in and out of the location they are visiting to document their visit. If you have questions regarding the visitor procedures at your location, please contact the security officer or site manager for your location.

Create a strong password in accordance with NI policy and do not share it with anyone. Remember you are responsible for all activity performed with your individually assigned user ID.

Help keep our information technology resources safe from viruses, malicious software programs, and intrusion attempts by following all information security policies and procedures.

Our Information Security Policy can be found here.
B. Confidential information

“Confidential information” is important or valuable business information belonging to NI that is not available to the public. It includes trade secrets and other intellectual property that has been developed, licensed, or acquired by NI. It also includes information of customers, business partners, or others that has been disclosed to NI under obligations of confidentiality.

Examples of confidential information include product designs, roadmaps and technical knowledge, strategic business plans, unannounced product or services offerings, unannounced financial information, planned or contemplated acquisitions, and legal advice and strategy (whether provided by NI's Legal Department or external legal counsel).

Always be careful to protect confidential information belonging to NI, as well as confidential information belonging to our customers, business partners and other stakeholders. Take reasonable physical and electronic precautions to safeguard our confidential information. In accordance with the terms of your Employee Confidentiality Agreement, your legal and contractual responsibility to maintain the confidentiality of NI's information extends beyond your employment with NI. Unauthorized use or disclosure of such confidential information may lead to legal action by NI (in addition to any disciplinary action), even after termination of the employment relationship.

If you believe that NI needs to disclose confidential information in relation to a business opportunity, or in response to a third party's request that NI enter into a non-disclosure agreement, follow the procedures that have been established for handling non-disclosure agreements by NI's Legal Department.

Information on NI's NDA process can be found here.

C. Travel, entertainment, and business expenses

You must use NI funds only for legitimate business purposes and not spend more than necessary. Never use NI funds for personal travel or entertainment. All business travel and entertainment expenses must be truthfully, accurately, and completely recorded. Examples of prohibited expense practices include (but are not limited to) submitting fictitious receipts, reporting inaccurate mileage, using false customer names, and fabricating business purposes.

Follow company policies regarding the use of corporate credit cards, necessary management approvals, receipts, and expense reports.

Our Global Travel and Expense Policy can be found here.

V. DEALING WITH SUPPLIERS, CUSTOMERS AND OTHERS

A. Conflicts of interest

You must be free from conflicting interests and influences that will or could make it difficult to give the Company your best efforts and undivided loyalty.
A conflict of interest can occur when your position or job responsibilities present an opportunity for personal gain, or when your personal activities, investments, or associations could compromise your judgment or ability to act in NI’s best interests.

Actual or apparent conflicts of interest can arise in the following situations:

- **Outside financial interests** – Ownership or financial interest in an enterprise with which NI has or expects to have business relationships such as a supplier, customer (including VARs, OEMs and other channel partners), or a company with which NI competes.

- **Gifts from suppliers** – A gift of more than nominal value can create the perception that NI’s selection of the supplier was in exchange for the gift rather than on the merits of the supplier’s goods or services.

- **Outside employment** – Being employed by or serving on the board of directors of a competitor, customer (including VARs, OEMs and other channel partners), or supplier of NI can give rise to a conflict of interest. In any event, NI resources cannot be used in connection with any outside employment relationship.

Because the appearance of a conflict of interest can be just as harmful as an actual conflict, you must avoid situations that could be viewed as conflicting with the NI’s best interests.

If you find yourself in a position where a potential conflict exists or could arise, consult with your supervisor, human resources representative, or contact the NI Legal Department. Potential conflicts of interest must be reported in accordance with the Conflicts of Interest Policy, which can be found here.

**B. Business Gifts, Travel, and Entertainment**

Gift giving and entertaining in a business context can be appropriate ways to show appreciation, develop deeper understanding and build goodwill with customers, and promote, demonstrate, or explain NI’s products and services. However, these activities can also create the perception that business decisions are made because of these benefits and not based on fair and objective criteria. A similar improper perception also may be created when providing travel and accommodations to customers. We must all use sound judgment, comply with the law, and never allow gifts, entertainment, travel, or personal benefits to influence our decisions or undermine the integrity of our business relationships. Any business gifts given or received by an NI employee must be customary, unsolicited, infrequent, in good taste, nominal in value and provided for legitimate business reasons. Never give or accept gifts, travel, or entertainment that would reflect negatively on NI. You may never give or accept gifts of cash, cash equivalents, stock or other securities.

You should politely decline any gift or entertainment that does not comply with our Business Gifts and Entertainment Policy or more restrictive business unit or regional policies that apply to you. If that would be difficult or embarrassing to the giver, seek guidance from your supervisor (or a more senior member of your management chain), human resources representative or the NI Legal Department for guidance.

Special laws and rules apply to gifts, travel, entertainment and personal benefits provided to government employees. Local laws in the United States and around the world strictly limit the provision of gifts, travel, and entertainment to government employees. Further, laws and regulations in certain countries limit the provision of gifts, travel, and entertainment to non-
governmental private individuals in addition to government employees. Violating these restrictions may be criminal acts, regardless of whether they are paid for with NI or personal funds. All business gifts, travel, and entertainment must be given only in compliance with all U.S. and local legal requirements, as well as NI's:

- Anti-Bribery and Anti-Corruption Policy,
- Business Gifts and Entertainment Policy (which contains dollar limits for gifts), and
- Local policies and implementing procedures applicable to NI employees around the world

Always promptly and accurately report gift, customer travel, and entertainment-related expenses. This is true even if the gift, customer travel, or entertainment may be contrary to applicable law, or NI's or the recipient’s policies.

For additional guidance, you should refer to the provisions in the Code on Anti-bribery and Anti-corruption, Conflicts of Interest and related policies and procedures. For any questions, seek assistance from the NI Legal Counsel in your region.

Our Business Gifts and Entertainment Policy can be found here.

C. Anti-bribery and Anti-corruption

At NI, we are committed to winning business only on the merits and integrity of our products, services and people. We do not tolerate bribery, kickbacks or other types of corruption, regardless of where we are located or where we do business. NI employees must never engage in this kind of behavior when dealing with customers, suppliers or other third parties. If someone offers you payment or goods or other valuable courtesies—or solicits such things from you—as part of a business transaction, decline the offer and report the incident to your supervisor (or a more senior member of your management chain), human resources representative, the NI Legal Department or use the Ethics Hotline. Regardless of local practices or competitive intensity, you must avoid even the appearance of bribery and corruption in connection with NI’s business.

Always comply fully with the U.S. Foreign Corrupt Practices Act (FCPA) and the anti-bribery and anti-corruption laws of the countries in which we do business, such as the U.K. Bribery Act (UKBA). Because NI is a U.S. company, the FCPA applies to the actions of our company, our employees, and third parties who work on our behalf anywhere in the world. The FCPA prohibits bribery of government officials, including employees and agents of governmental entities, officials of international organizations and political parties, and employees of state-owned or controlled enterprises. The UKBA prohibits all bribery of both government officials and non-governmental private individuals, and prohibits facilitation or “grease” payments, which are typically small, infrequent payments made solely to speed up non-discretionary actions, like getting electrical power turned on or phones installed, as well as other local laws

This Code and Company policy prohibit all bribery, regardless of whether the recipient is affiliated with a government. Facilitation payments are also prohibited. As noted above, bribery is not limited to payments of money—providing improper gifts, travel, entertainment, or other personal benefits are considered bribes under anti-corruption and anti-bribery laws.

Our Anti-Bribery and Anti-Corruption Policy can be found here.
D. Government Contracting

While we must behave legally and ethically in connection with every customer relationship, contracts with government customers, or commercial transactions that are financed in whole or in part by government agencies or with public funds, have additional requirements and obligations. If you are involved with these kinds of customers or transactions—whether in connection with bids or tenders, negotiation, award, administration or fulfillment—be sure you understand and comply with all applicable procurement-related statutory, regulatory and contractual provisions and controls. For additional guidance regarding sales to government customers in the U.S. and other countries, contact Deal Desk or the NI Legal Department in your country or region.

If you suspect any illegal or unethical conduct on the part of any NI team member or business partner in connection with a government contract, report the matter immediately to your supervisor (or a more senior member of your management chain), human resources representative, the NI Legal Department or use the Ethics Hotline. The appropriate NI employees will independently investigate the issue and comply with applicable legal and contractual self-reporting requirements.

E. Imports and Exports

NI operates all over the world and we comply with applicable country laws regarding import or export of goods, services, software, and technology.

Imports

Countries have customs laws requiring that we determine the correct classification, value, country of origin, duty preference programs, and the like, for our imports. NI must submit accurate and complete import declarations to governmental authorities. NI must be able to demonstrate by a documented, auditable trail that we have exercised reasonable care to ensure our imports have complied with all applicable laws and regulations.

It is NI’s policy to obtain import licenses from government agencies as required for import transactions.

Our Trade Compliance Policy can be found here. Additional resources on Trade Compliance can be found here.

Exports

Export controls apply to shipping products across national boundaries as well as other aspects of NI’s business operations. For example, exchanges of export-controlled technology across national boundaries, including e-mail and other electronic communications, are subject to export controls. It is important that you carefully observe the laws of all applicable jurisdictions in connection with all of these activities.

Since NI is a U.S.-based company, we must comply with U.S. export regulations in every export transaction. We cannot export products, technology or services from the U.S. to countries that are embargoed by the U.S. government; sell to certain persons and entities or for specific end-uses; or release certain kinds of technology or software. NI has established a system of internal controls to help ensure that NI complies with applicable export
regulations. All employees are responsible for understanding and complying with applicable controls. If your work involves any aspect of our business that may involve the export of NI products, technology, or services, make sure you perform your duties in accordance with NI policies, guidance, and instruction.

It is NI's policy to obtain export licenses from government agencies (for example, from the U.S. Bureau of Industry and Security, Hungarian Trade Licensing Authority, Malaysia Ministry of International Trade and Industry, etc.) as required for export transactions.

F. Antiboycott

U.S. corporations and their foreign subsidiaries are generally prohibited by U.S. law from complying with requests or foreign government policies supporting certain restrictive trade practices, including boycotts against U.S. organizations or persons or specified countries, such as Israel. If you receive a request that could be construed as a restricted trade practice, report it to the Trade Compliance Department before responding. NI is required to report all such requests to U.S. authorities.

If you have any questions regarding imports, exports, economic sanctions, boycotts, licensing requirements and other trade compliance matters, please contact NI's Trade Compliance Department or the NI Legal Department.

Our Trade Compliance Policy can be found here. Additional resources on Trade Compliance can be found here.

G. Protection of Personal Data

It is NI's policy to comply with all applicable privacy and data protection regulations around the world, including without limitation, the EU’s General Data Protection Regulation and California’s Consumer Privacy Act, when handling (collecting, storing, transferring, etc.) personal data. These laws, and the privacy laws of many other jurisdictions, impose strict rules on companies to protect personal data, and compliance failures can result in fines, adverse publicity, or suspension or prohibition of business-critical data processing activities. Personal data includes any information that can be used to directly or indirectly identify an individual. We only use personal data for legitimate business purposes. We must give clear notice to individuals of how and why we will use their personal data and how long we will retain it, and we only handle personal data based on valid legal grounds, e.g. consent, necessity for legitimate interest, contractual necessity, or legal mandates. We are committed to keeping personal information secure in accordance with NI’s security requirements.

If you have any questions regarding NI’s policy regarding the protection of personal data, please contact privacy@ni.com or the NI Legal Department.

H. Human Rights

NI is committed to respecting fundamental human rights and freedoms across our value chain, and expectations to comply with laws, regulations, and ethical business practices, including acting with respect for the fundamental human rights of others, are embedded in NI's culture and policies, including our Human Rights Policy.

Our Human Rights Policy can be found here.
VI. REGULATORY OBLIGATIONS

A. Product safety and regulatory compliance

NI is committed to compliance with applicable laws and regulations in each country into which our products are shipped. Our products are designed and tested to meet the appropriate worldwide standards relating to product safety, electromagnetic compatibility (EMC), hazardous locations, marine approval, quality, environmental protection (such as WEEE and RoHS), and other regulatory requirements, when used for their intended purpose.

To ensure this commitment is met and also help us continuously improve, we engage in regular self-assessments and third-party audits. We also have systematic processes in place to investigate all credible good faith reports of suspected safety issues and take appropriate corrective action when necessary or prudent.

If you have questions or concerns about the safety of any NI product, you should immediately report it to your supervisor, the Product Compliance and Reliability Engineering Department, or the Corporate Quality Department. Our Product Safety Policy and resources can be found here.

B. Environmental protection

Our manufacturing sites are committed to maintaining an environmental management system that complies with all applicable environmental regulations and other requirements, prevents pollution, and continually improves environmental performance through regular reviews of environmental goals, objectives, and targets. Our interest in the environment goes beyond the mandates of governmental regulation. Throughout Company facilities and the entire product life cycle, NI consistently works toward its long-term goal to minimize its environmental footprint. NI aims to maximize the positive effects of its business and improve the world through innovative product design, supplier responsibility, and recycling programs, as well as through efficiencies in consumption of resources such as water, electricity, and natural gas. At work, employees should practice recycling where available, and take action to reduce consumption of water, energy, and other resources.

Our Environmental Compliance Plan can be found here.

Our Environmental, Health, and Safety (EHS) Policy Statement can be found here.

C. Fair competition/antitrust

The U.S. and other countries have adopted laws prohibiting or regulating monopolies, cartels, and transactions or relationships that could have the purpose or effect of limiting competition. These laws apply to business practices of dominant companies, agreements and dealings between competitors or others that limit competition, and mergers and acquisitions. All employees must compete fairly and vigorously in compliance with applicable competition-related legal requirements.

Competition laws are complex, and the penalties can be severe. In general, you should not communicate or conspire with competitors to control prices, divide market share, harm suppliers, or limit sales. You should always consult with the Legal Department before entering into any discussions with competitors, customers, resellers or suppliers about
agreements or arrangements—express or implied—that could have the effect of limiting competition.

Be especially careful when interacting with competitors in connection with benchmarking, industry or trade associations, standard-setting bodies, or while attending seminars or conventions. To avoid even the appearance of impropriety, you should seek guidance from the Legal Department before discussing with competitors our prices, terms and conditions of sale, territories, customers, bids, product lines, volumes, costs, profits, market share, strategies, salaries, hiring practices, distribution methods, or relationships with suppliers.

Comply with legal requirements relating to mergers, acquisitions, and joint ventures. Always follow the instructions and guidance from the NI Legal Department when evaluating candidates for these transactions, and don’t begin exercising control over or integrating a target company until all necessary government approvals have been obtained.

Our Antitrust Policy can be found [here](#).

**D. Insider trading**

NI’s Insider Trading Policy prohibits all employees and directors from trading upon or disclosing material non-public information prior to its official public release. The Policy is part of NI’s Insider Trading Program which is documented on the internal NI Legal Department website.

“Material non-public information” about a company is information that a reasonable shareholder would consider important in making a decision to buy or sell stock. Examples may include yet-to-be-announced financial information, mergers or acquisitions, supplier or customer relationships, changes in senior executive management and new products.

Insider trading occurs when individuals with knowledge of material non-public information about a company use it to gain profits or avoid losses in the stock market.

You may have access to “inside” information about our company or other companies such as current or potential suppliers, customers or acquisition targets. You are obligated to keep this information confidential and you must never use this kind of information to trade in any company’s securities.

Likewise, you must never share inside information with any other person who might use it to trade stock. Even if you don’t intend for someone to act on the information, sharing it would violate your confidentiality obligations to NI and could give rise to accusations of insider trading against you or NI.

Our Insider Trading Policy can be found [here](#).

**VII. CONCLUSION**

Thank you for reading this Code. We hope you find it useful in guiding your behavior and decisions as you carry out your daily activities. Refer to it whenever you have a question regarding ethics or compliance at NI. Additional information about NI’s compliance policies and procedures can be found on the [Ethics & Compliance at NI](#) page. You may also contact your Human Resources representative, the NI Legal Department, or submit a message via the [Ethics Hotline](#) if you would like to ask a question or report a concern.
EXHIBIT A: ACKNOWLEDGMENT

I acknowledge that I have received and read the NI Code of Ethics (“Code”) and I will promptly review related internal guidelines and policies, including the Company’s Antitrust Policy, Anti-Bribery and Anti-Corruption Policy, Business Gifts and Entertainment Policy, Conflict of Interest Policy, Environmental Compliance Plan, Insider Trading Program, and Trade Compliance Policy. I understand that it is my responsibility to comply with the Code and related internal guidelines and policies, as well as any applicable legal and regulatory requirements, including but not limited to U.S. export controls and economic sanctions laws, the prohibition on the corruption of foreign government officials found in the Foreign Corrupt Practices Act (and similar foreign laws), and the requirement that the Company maintain adequate financial internal controls and accurate books and records. I further understand that my compliance with the above is a necessary condition of my continued employment by the Company.

I further agree and certify that, if I learn of any potential or actual violation of NI’s Code, related internal guidelines and policies, or any legal or regulatory requirement, I will immediately report such information pursuant to the Code.

I understand that NI may amend the Code and related guidelines and policies in the future. I understand that modifications to the Code, guidelines and policies will be communicated and made available via the NI intranet or other internal communication tools or platforms. I understand that I may also request a copy of such modification from my supervisor or human resources representative.

Signed: ______________________________________________________________

Printed name: _________________________________________________________

Date:  _______________________________________________________________