

## 1. Introduction

Our Global Code of Conduct sets out a clear set of standards for the way we conduct business. Daktronics' [core values](#) are Honesty, Helpfulness and Humility. We use the Global Code of Conduct as a framework that guides our employees, business partners, officers, and directors to behave in a way that supports our core values and serves our stakeholders

Our vision is to be the world leader at informing and entertaining audiences through dynamic audio and visual communication systems. Our mission is to deliver industry leading value to our customers by engaging our employees through challenging and impactful opportunities, developing strategic partnerships with our suppliers, and leveraging our strengths in product innovation, manufacturing, and service, while contributing to the betterment of our communities and generating an attractive return for our investors.

The Global Code of Conduct ("Code") helps us consistently behave in ways that support our core values, vision and mission and build a culture of respect, trust and high performance. Specifically, the Code describes expectations related to Financial Reporting Code of Ethics, conflicts-of-interest, and legal compliance. Additional expectations are provided in other documents, which are listed in the Appendix.

This Code is not a contract or a detailed guide for all situations. All employees and partners are expected to use good judgment, and:

- Act with honesty and integrity and avoid actual or apparent conflicts of interest in personal and professional relationships.
- Proactively promote ethical behavior among peers and in business relationships.
- Act in good faith, responsibly, with due care, competence and diligence.
- Comply with applicable governmental laws, rules and regulations.

Failure to act in ways consistent with this Code and related policies and guidelines may result in disciplinary action, which may include termination of employment, and may have legal consequences.

## 2. Reporting Concerns

All employees play a role in promoting and maintaining our company's standards as described in this Code. Your voice matters, and together, we can create a transparent and accountable workplace.

Employees who become aware of any unethical behavior or possible violations to this or related policies, are expected to report them promptly as described below. Daktronics does not tolerate any discrimination or retaliation against individuals who report concerns in good faith.

Employees may report a possible violation of this Code to their supervisor or company officer or member of the Accounting, Legal or Personnel departments, [legal@daktronics.com](mailto:legal@daktronics.com) or [personnel@daktronics.com](mailto:personnel@daktronics.com).

Employees may also report utilizing Daktronics Whistleblower Protection reporting 3rd party services, provided by Convercent:

URL: <https://app.convercent.com/en-US/LandingPage/b9a6f872-58bf-ed11-a998->

Toll Free US: (800) 461-9330 and specify "other" noting that a Code of Conduct violation may have occurred (see URL listed above for international dialing instructions)

Employees who report utilizing this site can choose to include their name or remain anonymous. Employees may also report via mail (Envelope should be marked "Confidential"):

Daktronics: Attention Nom Gov Committee Chairman  
201 Daktronics Drive  
Brookings, SD 57006

Reports submitted under this policy should be factual rather than speculative or conclusory and contain as much specific information as possible to allow for proper assessment of the nature, extent and urgency of preliminary investigative procedures.

The VP for HR is responsible to ensure compliance with this Code of Conduct and to periodically provide compliance reports to the Nominating and Governance Committee of the Board of Directors.

### 3. Financial Code of Ethics

Our CEO, CFO, and members of our finance department have a special role in promoting the fair and timely reporting of our financial results and condition, and are therefore also bound by the following Financial Code of Ethics:

- Act with honesty and integrity, avoiding actual or apparent conflicts of interest in personal and professional relationships.
- Promote full, fair, accurate, timely, and understandable disclosure in reports and documents that our company provides to government agencies and in other public communications.
- Comply with applicable governmental laws, rules and regulations.
- Act in good faith, responsibly, with due care, competence and diligence, without misrepresenting material facts or allowing one's independent judgment to be subordinated.
- Respect the confidentiality of information acquired in the course of one's work except when authorized or otherwise legally obligated to disclose it. Confidential information acquired in the course of one's work will not be used for personal advantage.
- Share knowledge and maintain skills important and relevant to the goals of this Financial Code of Ethics.
- Proactively promote ethical behavior among peers, in the work environment and in the community.
- Achieve responsible use of and control over all company assets and resources employed by or entrusted to the individual.
- Promptly report under the reporting procedures described in this Code of Conduct, or, if appropriate, report directly to the chairperson of the Audit Committee of our Board, any conduct that the individual believes to be a violation of law, business ethics or our company's Financial Code of Ethics.
- Be accountable for adherence to this Financial Code of Ethics.

Daktronics is required to honestly and accurately record our financial transactions, adhering to internal control and accounting requirements. We are required to timely and accurately fulfill reporting requirements to the Securities and Exchange Commission and other government agencies. We are not allowed to inappropriately influence the independent auditors of our financial statements. All employees are encouraged to promptly report to their supervisor, the CFO or the Audit Committee of our Board any concerns related to our financial accounting.

All employees are expected to respect the confidentiality of information acquired in the course of our work, and to disclose it only when approved or when legally obligated, and to not use it for personal advantage.

Only our CEO and CFO are authorized to discuss the company's financial information or forward-looking business information with the public, including investors and the press. Forward any requests for this type of information to our CFO.

## 4. Our Stakeholders

Daktronics engages our customers, suppliers and business partners in ways that are fair and legal and support our reputation as a world leader in our industry. And we expect similar practices from our business partners.

We avoid business relationships with entities that may engage in practices or have reputations which could harm our business. We do not engage others to do indirectly what we as a company should not do. We expect employees to raise any questions or concerns about our business relationships to their supervisor or our legal team.

We foster a work environment that supports long term mutual prosperity for our company and our employees.

We encourage our employees' involvement in their communities, so long as these activities do not interfere with their job responsibilities to us. Do not give the impression that your views or activities represent our company. Do not pressure or solicit other employees regarding non-Daktronics activities.

## 5. Competition

We are committed to competing fairly, ethically and lawfully.

Our advertising is truthful, non-deceptive, legal and fair. We are committed to deliver our products and services consistent with our offerings.

We comply with all relevant laws in countries where we do business.

Do not use improper or illegal means of gaining competitive information that is confidential or proprietary information owned by others, or disclose similar information from previous employers, or exchange non-public sales information with competitors.

## 6. Conflicts of Interest

A conflict of interest is when an individual is in a position to make a decision that would benefit them personally to the detriment or lesser benefit of the company. A conflict of interest can occur when an employee's personal interest is (or appears to be) adverse to the interests of our company. Conflicts of interest may also arise when an employee, or a member of their family or their friend, receives improper personal benefits as a result of the employee's position within our company.

Avoid conflicts of interest – either real or perceived. Only make or participate in business decisions and actions that are based on the best interests of our company, and not based on your personal relationships or benefits.

Contact your supervisor or any member of the Legal or Personnel department if you have any questions or are aware of any situations that may be perceived as a conflict of interest.

Below are general guidelines. This is not an exhaustive list. You are expected to apply sound judgment to avoid conflicts of interest whether or not we have specific rules for that particular situation. And you are encouraged to ask your supervisor or HR or our legal team for advice on any situation.

- **Business Referrals.** Do not improperly give or steer our company's business transactions to companies in which you or a family member or friend has a financial or other interest.
- **Personal Investments.** Avoid investments in other companies with which our company does business. Holding small amounts of stock in a publicly traded company is generally not prohibited, so long as you do not have material nonpublic information about the other company or Daktronics' relationship with that company.
- **Corporate Opportunities.** Do not purchase property or otherwise engage in a business opportunity based on information from Daktronics or that you learn about through your employment with Daktronics.
- **Prohibited Competition.** Do not compete with Daktronics while employed by our company, or during any applicable non-competition period following employment.
- **Outside Compensation and Activities.** While employed by Daktronics, do not work for or seek or accept personal payments from any customer, supplier, competitor, distributor, reseller, or other business partner of our company, except as approved in writing by an officer of our company. Do not accept compensation in any form from any source other than our company for services performed for our company. Do not use trade secrets or other nonpublic Daktronics' know-how and information in activities outside our company or in other ways that could harm our business.
- **Outside Service.** Disclose to your supervisor any service to any business entity, charitable organization, non-profit organization or governmental or quasi-governmental agency, if that service could be perceived to be adverse to the interests of our company. Daktronics may prohibit such involvement in the event of a conflict of interest.
- **Gifts and Gratuities and Business Entertainment.** Do not give or accept any gifts or services that may be perceived as a conflict of interest. Refer to our [Anti-Corruption Policy](#) for more detailed guidelines.

## 7. Legal Compliance

Our employees must comply with all applicable laws and regulations in every location in which we conduct our business. Competitive factors, personal goals, and pressure from supervisors, customers or others are never an acceptable excuse for violating applicable laws.

Our company and employees must comply with the United States Foreign Corrupt Practices Act and other anticorruption laws that apply wherever we do business. Our [Anti-Corruption Policy](#) provides further guidance in this area.

Do not engage in any form of fraud, including but not limited to embezzlement, theft, hiding or misuse of company assets, or falsification of records.

The following are additional specific guidelines. This is not an exhaustive list. Contact your supervisor or any member of the Legal or Personnel departments if you have any questions or are aware of any situations that may be illegal or in violation of this Code or other policies:

- Prohibited Political Contributions. Do not make political or other contributions, or engage in lobbying activities, in Daktronics' name or on our behalf unless pre-approved by the CEO, CFO, or VP HR.
- Prohibited Loans. It is unlawful for our company, directly or indirectly, to extend or maintain credit, to arrange for the extension of credit, or to renew an extension of credit, in the form of a personal loan to or for any director, officer or other senior manager of our company. We do not extend credit to any employee.
- Import and Export Restrictions. Comply with applicable restrictions under domestic and foreign laws relating to importing or exporting technology, products, services, or regulated information. Ask our tax or legal teams if you have any questions.
- Environmental Laws. Respect and follow the policies and requirements of domestic and foreign laws aimed at protecting the environment. Report appropriately any violations of environmental laws and any exposure to hazardous materials or substances which are not being handled or disposed of properly.
- Intellectual Property Laws. Conduct our business and use our business systems and facilities in ways that avoid any violations of copyright, trademark, service mark, patent, trade secret or other intellectual property rights held by our company or third parties.
- Securities Laws. Comply with the federal securities laws, and assist the company as appropriate in complying with our disclosure obligations. This includes assistance in the preparation of required disclosures, as well as the timely filing of disclosures by officers and directors regarding beneficial ownership and transactions in the company's securities reportable pursuant to Section 16 of the Securities Exchange Act of 1934.

## Related Policies

All our policies, which are included in this Code by reference, are designed to support Daktronics values and to comply with all applicable laws and regulations. The following provides navigation to Global and U.S. based policies. For local country policies, please see [Payroll, Benefits and Policies](#).

## Employment Practices

- [Employee Handbook](#) is a set of general guidelines concerning procedures, responsibilities and benefits.
- [Equal Employment Opportunity](#) is a notice and invitation to all employees and applicants regarding Daktronics commitment to maintaining an equal employment opportunity and affirmative action program.
- [Alcohol and Drug Free Workplace](#) is our expectations for a safe and healthy work environment.
- [Qualified Driver and Safety](#) describes our priority to ensure the safety of drivers and passengers in the operation of Daktronics Motor Vehicles.
- [Global Travel and Expense](#) provides clear understanding of travel and expense policies, ensure maximum insurance coverage for the traveler and Daktronics, and enable Daktronics to manage its travel and expense budget.
- US & Canada [Travel Time Policy](#) instructs our hourly paid employees how to account for travel time.
- [Hand Carry of Commercial Goods](#) instructs employees travelling on Company business regarding their responsibilities regarding international import/export and conduct their travels accordingly.

## Business Practices

- [Anti-Corruption](#) outlines Daktronics commitment to conduct business without engaging in actual or perceived bribery or corrupt practices, to use good judgment and to make decisions with high integrity, and to maintain accurate and transparent records of our transactions.
- [Whistleblower Protection](#) encourages employees to submit any complaints regarding accounting, internal accounting controls or auditing matters; any concerns regarding questionable accounting, internal accounting control or auditing matters; or any potential violations of securities laws involving the Company.
- [Related Party Transactions](#) describes our commitment to avoid business relationships with entities where our leaders have a personal relationship, except when the business relationship is in Daktronics best interests.

## Information

- US [Non-Disclosure of Trade Secrets](#) is a copy of the agreement that employees sign at the beginning of their employment agreeing to not share trade secrets during or after their employment with Daktronics as well as to not solicit employees away from Daktronics after their employment. Outside the US please reference your employment contract.
- US [Confidentiality, Non-solicitation, and Fair Competition](#) is a copy of the agreement that employees sign (excluding production employees) at the beginning of their employment agreeing to not share trade secrets, solicit Daktronics customers or compete with Daktronics during or after their employment as well as agreement to not solicit employees away from Daktronics after their employment. Different versions are created for different jurisdictions based on local law. Outside the US please reference your employment contract.
- [Records Management](#) is our guidelines for employees to manage, maintain, and dispose of records, a Retention Schedule and guidance for responding to legal holds.
- [Social Media](#) is a link to our internal SharePoint site outlining our expectation and philosophy for communicating about Daktronics on social media.
- [IT Acceptable Use](#) outlines the acceptable use of computer, network and phone equipment at Daktronics, including data security and data integrity.
- [Password](#) specifies a standard for creating and maintaining strong passwords.

## Investors

- [Stock Trading](#) explains the prohibitions, based on federal securities law, against “insider trading.”
- [Investor Relations Disclosures](#) governs the disclosure of material non-public information in a manner designed to provide broad, non-exclusionary distribution of information.