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## **Statement by Chief Executive Officer:**

In today's business environment, questions of ethical behavior have all too often been the focus of headlines and have driven new legislation and governmental regulations. But the idea of conducting business in an ethical and fair manner is not new to us at NN. In fact, the success and growth we as a Company have experienced has been the direct result of our commitment to maintaining a culture that places integrity and the fair treatment of associates, customers, suppliers, competitors and investors at the core of all our business dealings. This continued emphasis on integrity, trust and credibility will allow us to build upon our reputation as a world class Company and assure our continued success.

As officers, directors and associates of NN, Inc., we are the stewards of our credibility and reputation. This means that we must always conduct ourselves with the highest possible standards of ethical conduct. As such, we are responsible for setting an example of personal integrity that reflects our belief in the value of high ethical conduct.

This Code is to assist you in providing guidance and resolving questions that may arise and for reporting suspected violations of, or expressing concerns regarding, compliance with this Code.

If you have any information or knowledge of any prohibited act, you must promptly report such matters to your supervisor, the site's human resource department, the Vice President, Internal Audit & Chief Compliance Officer, Senior Vice President & Chief Human Resources Officer or Senior Vice President and General Counsel. The Company has established an anonymous hotline and online reporting tool. Please consult the NN, Inc. Problem Resolution/Whistle Blower Policy for details.

### **Scope:**

This Code of Business Conduct and Ethics applies to all officers, directors and associates of NN, Inc. and its subsidiaries and affiliates. Agents, representatives and consultants of the Company are expected to act in the Company's best interests and therefore in accordance with the same high ethical standards. Conduct that is considered improper for the Company or any of its officers, directors or associates to engage in directly may not be engaged in by the use of agents, representatives or consultants.

The use throughout this document of the words, you, us, we, etc. mean collectively the officers, directors and associates of NN, Inc. and its subsidiaries.

### **Compliance with Laws, Rules, Regulations and Ethics:**

All officers, directors and associates must respect and obey the laws of the cities, states and countries in which the Company operates and conduct business in accordance with a high standard of honesty and integrity.

If a local law conflicts with a policy in this Code, you must comply with the law; however, if a local custom or policy conflicts with this Code, you must comply with the Code.

You should direct any questions regarding application of the law or appropriateness of a course of conduct to responsible managers, the Vice President, Internal Audit & Chief Compliance, Senior Vice President and General Counsel, or Senior Vice President & Chief Human Resources Officer.

### **Conflicts of Interest:**

A conflict of interest occurs when the personal interest of an officer, director or associate interferes with that person's ability to act in the best interest of the Company. It is not only very important to avoid actual conflicts of interest, but to also avoid the appearance of a conflict. You may not engage in a situation where you or a member of your family receives improper personal benefits as a result of your position in the Company. You are not to engage in transactions or relationships that may reasonably be expected to give rise to conflicts of interest.

If you become aware of a potential, apparent or actual conflict, you should bring it to the attention of your manager or other appropriate person.

Conflicts of interest are not always clear-cut. If you should have a question, please consult with the Company's Vice President, Internal Audit & Chief Compliance Officer or Senior Vice President and General Counsel.

## **Working with Family Members and Close Friends:**

Working with immediate relatives or those with whom you may have a significant personal relationship can lead to the appearance of bias. Immediate relatives include spouse, parents, grandparents, children, grand-children and siblings. Immediate relatives or those with whom you may have a significant relationship may be hired only if they will not be working directly for or supervising an immediate relative or person with whom they have a significant personal relationship. If one of your immediate relatives or someone with whom you have a significant personal relationship works for NN, Inc., you must not be involved in the decisions related to hiring, compensation, evaluation or promotion of that individual. Employees shall not be transferred into such a reporting relationship.

## **Fraud:**

Fraud involves wrongful or criminal deception intended to result in financial or personal gain. Examples of fraud in the workplace may include, but are not limited to:

- Misuse, destruction, or disappearance of Company records, funds, or any other assets.
- Profiteering, or aiding in such, as a result of insider knowledge of securities or other Company activities engaged in or contemplated.
- Disclosing confidential and/or proprietary information to outside parties.
- Impropriety in the handling or reporting of money or financial transactions, including but not limited to forging or altering a check, bank draft or other financial transaction; or submitting or knowingly approving false expense reports or time reports.
- Accepting or seeking anything of material value from contractors, vendors, or persons providing goods or services to the Company (exception: non-cash gifts with nominal value, as described herein).
- Improperly changing or causing improper changes to Company records or financial statements, including but not limited to inflating sales by shipping inventory that is known to be nonconforming and will be returned.
- Any other dishonest or fraudulent act.

Management is responsible for detecting fraud. Any employee who discovers or suspects fraudulent activity must immediately report it to management, the Vice President, Internal Audit & Chief Compliance Officer, Senior Vice President and General Counsel, or through the Company's anonymous hotline and online reporting tool described in the NN, Inc. Problem Resolution/Whistle Blower Policy. Employees, including management, should not attempt to conduct investigations or interviews.

The Vice President, Internal Audit & Chief Compliance Officer has primary responsibility for the investigation of all suspected fraudulent acts, including final disposition of the case, decision to prosecute, and/or decision to refer to appropriate law enforcement and/or regulatory agencies.

## **Entertainment and Gifts:**

The purpose of business entertainment and gifts in a business setting is to create goodwill and sound working relationships, not to gain an unfair advantage with customers or suppliers.

No gift or entertainment should ever be offered, given, provided or accepted by you or any of your family members unless it: (1) is not a cash gift; (2) is consistent with customary business practices; (3) is not excessive in value; (4) cannot be construed as a bribe or payoff and (5) does not violate any laws or regulations.

You should discuss with appropriate management or the Vice President, Internal Audit & Chief Compliance Officer or the Senior Vice President and General Counsel any gifts or proposed gifts or entertainment which you are not certain are appropriate.

### **Bribes and Kickbacks:**

Bribery is illegal and subject to criminal penalties in the United States and many other countries. Bribery is forbidden under the U. S. Foreign Corrupt Practices Act as well as other laws and regulations. You may not give any bribes, kickbacks or other considerations or payments of any kind to any person or organization to attract or retain business. All decisions related to the purchasing of goods and services must be made on the basis of competitive price, quality and performance. Conversely, you may not receive any bribes or kickbacks or other considerations.

### **Payments to Government Personnel:**

The U.S. Foreign Corrupt Practices Act prohibits giving anything of value, directly or indirectly, to officials of foreign governments or foreign political candidates to obtain or retain business or to obtain preferential treatment from such persons. You are not allowed, under any circumstances to make illegal payments to government officials of any country.

In addition, the U.S. government has a number of laws and regulations regarding business gratuities which may be accepted by U.S. government personnel. The promise, offer or delivery to an official or associate of the U.S. government of a gift, favor or other gratuity in violation of these rules would not only violate this Code but could also be a criminal offense. State and local governments, as well as foreign governments, may have similar rules. The Company's Senior Vice President and General Counsel or can provide guidance in this area.

### **Political Contributions:**

You may not use any assets of the Company, including associate's work time, premises or equipment or make direct monetary payments to any political candidate, political action committees, party or ballot measure without the permission of the Senior Vice President and General Counsel. You may, of course, participate in any political activity of your choice on an individual basis with your own money and on your own time.

### **Discrimination and Harassment:**

NN, Inc. is firmly committed to providing equal opportunity in all aspects of employment and will not tolerate any illegal discrimination or harassment of any kind. Associates will be evaluated solely on the basis of their job performance and results.

We will not target anyone for negative treatment on the basis of race, color, sex (including pregnancy), national origin, age, religion, sexual orientation or any other status protected by the laws or regulations in the locations where we operate.

All forms of harassing conduct are prohibited at NN, Inc., including without limitation:

- unwanted sexual advances, invitations or comments;
- visual displays such as derogatory or sexually-oriented pictures or gestures;
- physical conduct including assault or unwanted touching; or
- threats or demands to submit to sexual requests as a condition of employment or to avoid negative consequences.

Consult the Company's equal employment and harassment policies for more details.

### **Human Trafficking, Child and Forced Labor:**

We believe human trafficking, forced, debt bonded, indentured, and slave labors are unacceptable, and we are committed to preventing these practices in our operations and supply chain. NN's Code of Business Conduct and Ethics prohibit harsh or inhumane treatment, including corporal punishment or the threat of corporal punishment. NN, Inc. complies with all child labor laws and supports the elimination of unlawful child labor and exploitation.

### **Protection of Personal Information:**

Each of us has the responsibility to safeguard team members' personal information. We comply with all applicable privacy and data protection laws of the countries in which we operate.

Consistent with local laws, NN, Inc. may collect personal information about associates to meet legal requirements or enable effective business operations. If your role requires that you have access to team member personal information, make sure you take steps to properly secure it, and that you access or use it only when authorized by NN, Inc. for legitimate business needs and in accordance with applicable laws and NN, Inc. policies. Regardless of your role, if you gain access to an associate's personal information or other private data, always take care to keep it secure. Never share it with anyone – inside or outside of NN, Inc. – without the associate's permission except as necessary to meet legal or legitimate business requirements. If this information comes to you inadvertently or is not required as a part of your role, it is expected that you will inform Human Resources immediately.

### **Health, Environment and Safety:**

NN, Inc. strives to provide each associate with a safe and healthy work environment. You have the responsibility for maintaining a healthy workplace for all associates by following safety and health rules and practices and reporting accidents, injuries and unsafe equipment, practices or conditions.

You are expected to be fit for duty and capable of performing your responsibilities in a safe and productive manner free from substance abuse. Substance abuse in the workplace will not be tolerated. To maintain the Company's valuable reputation, compliance with NN's quality processes and safety requirements is essential. Our products will be designed, manufactured and handled to meet its obligations to customers and to appropriately manage risks to human health and environment.

We are careful stewards of our natural resources. Our goal is to prevent any incidents such as permit violations, environmental spills and releases, fires, explosions, injuries and illness and other accidents. In the event of any significant health, safety or environmental hazard related to our facilities, we will inform the appropriate officials, associates, contractors, customers and the public about any significant health, safety or environmental hazards related to our facilities in a timely manner and will comply with all environmental laws, rules and permits that apply to our operations.

### **Protection and Proper Use of Company Assets and Company Funds:**

Theft, carelessness and waste of the Company's assets have a direct impact on the Company's profitability. Therefore, you must protect the Company's assets and ensure their efficient, proper and legal use. If you suspect an incident of improper use of Company assets you must immediately report the incident to management to assure that appropriate action will be taken concerning the suspected incident. You are personally accountable for any form of Company funds such as credit cards, tickets, cash and checks that you use or are responsible for in the course of conducting Company business. Additionally, if you have the authority to authorize the use of funds, you must ensure that the Company has received proper value in return.

The Company may be obligated to report to the appropriate civil authorities suspected improper or illegal use of funds.

Company equipment, goods and services should not be used for non-Company business, though incidental personal use may be permitted. If you are unsure of what constitutes incidental use, please consult the Vice President, Internal Audit & Chief Compliance Officer or the Senior Vice President and General Counsel.

### **Proprietary Information:**

Proprietary information is defined as information that was developed, created, or discovered by the Company, or that has become known by or was conveyed to the Company and that has commercial value in the Company's business.

It includes but is not limited to software programs and subroutines, source and object code, trade secrets, copyrights, ideas, techniques, manufacturing processes, know-how, inventions (whether patentable or not), and any other information of any type related to designs, configurations, toolings, schematics, master works, algorithms, flowcharts, circuits, works of authorship, formulae, mechanisms, research, manufacture, assembly, installation, marketing, pricing, customers, salaries and terms of compensation of Company associates, and costs or other financial data concerning any of the foregoing or the Company and its operations generally.

NN's business and business relationships depend on confidential and proprietary information of NN and of those with whom we do business. You have the duty to respect and protect the confidentiality of all such information. The use of confidential and proprietary information—whether NN's or a third party's—is usually covered by a written agreement. In addition to the obligations imposed by that agreement, all associates should comply with the following requirements:

- Confidential information should, whenever possible, be received and disclosed only under the auspices of a written agreement.
- Confidential information should be disclosed only to those NN associates who need to access it to perform their jobs for NN.
- Confidential information of a third party should not be used or copied by any NN associate except as permitted by the third-party owner (this permission is usually specified in a written agreement).
- Unsolicited third-party confidential information should be refused or, if inadvertently received by an NN associate, returned immediately to the third party or forwarded to the Senior Vice President and General Counsel for appropriate disposition.

You must refrain from using any confidential information belonging to any former employers, and such information must never be brought to NN or provided to other NN associates.

### **Insider Trading:**

If you have material, non-public information relating to NN, Inc., it is our policy that neither you, nor any person related to you, may buy or sell securities of NN, Inc. or engage in any other action to take advantage of, or pass on to others, that information. This policy also applies to trading in the securities of any other company, including our customers or suppliers, if you have material, non-public information about that company which you obtained in the course of your employment by NN, Inc.

Transactions that may be necessary or justifiable for independent reasons, including emergency expenditures and transactions planned before the associate learned the material information, are not exceptions. Even the appearance of an improper transaction must be avoided to prevent any potential risk to NN, Inc. or the individual trader. Violations of insider trading laws may be punishable by fines and/or imprisonment.

Besides the obligation to avoid trading in the Company's securities while in possession of material, non-public information, you are also prohibited from "tipping" others. The concept of unlawful tipping includes passing on information to friends or family members under circumstances that suggest that you were trying to help them make a profit or avoid a loss.

Besides being considered a form of insider trading, tipping is also a serious breach of Company confidentiality. For this reason, you should be careful to avoid discussing sensitive information in any place (for instance, at lunch, on public transportation, in elevators) where others may hear such information. All associates are required to comply with this policy. Additionally, if you are a Director, Officer or hold a key position in the Company, you are subject to stringent SEC reporting requirements.

You therefore must obtain clearance from the Senior Vice President and General Counsel before you make any transaction in the Company's securities. Consult with the Company's Insider Trading Policy for more details.

**Special Ethics Obligations for Associates with Financial Reporting Responsibilities (Financial Code of Ethics):**

As a public Company it is of critical importance that NN's filings with the Securities and Exchange Commission be accurate and timely.

Depending on your position with NN, associates may be called upon to provide information to assure that the Company's public reports are complete, fair and understandable. NN expects all associates to take this responsibility very seriously and to provide prompt and accurate answers to inquiries related to the Company's public disclosure requirements.

The Finance Department bears a special responsibility for promoting integrity throughout the organization, with responsibilities to stakeholders both inside and outside of NN. All Executive Officers and Finance and Accounting Department personnel have a special role both to adhere to these principles themselves and also to ensure that a culture exists throughout the Company as a whole that ensures the fair and timely reporting of NN's financial results and condition.

Because of this special role, the Chief Executive Officer, all Executive Officers and all members of NN's Finance and Accounting Department are bound by the following Financial Code of Ethics, and by accepting this Code, you agree that you will:

- Act with honesty and integrity, avoiding actual or apparent conflicts of interest in personal and professional relationships.
- Provide information that is accurate, complete, objective, relevant, timely and understandable to ensure full, fair, accurate, timely, and understandable disclosure in reports and documents that NN files with, or submits to, government agencies and in other public communication.
- Comply with rules and regulations of federal, state, provincial and local governments, and other appropriate private and public regulatory agencies.
- 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 your work except when authorized or otherwise legally obligated to disclose.
- Confidential information acquired in the course of your work will not be used for personal advantage.
- Share knowledge and maintain skills important and relevant to stakeholder's needs. Proactively promote and be an example of ethical behavior as a responsible partner among peers and in the work environment and the community.
- Achieve responsible use of and control over all assets and resources employed by or entrusted to you.
- Promptly report to the Vice President, Internal Audit & Chief Compliance Officer or Senior Vice President and General Counsel, any transaction or relationship that reasonably could be expected to give rise to such a conflict.



Violation of this Financial Code of Ethics, including failures to report potential violations by others, will be viewed as a severe disciplinary matter that may result in personnel action, including termination of employment. If you believe that a violation of the Financial Code of Ethics has occurred, please contact NN's Vice President, Internal Audit & Chief Compliance Officer Elvin Tyler, at 980.264.4349 or [elvin.tyler@nninc.com](mailto:elvin.tyler@nninc.com) or Senior Vice President and General Counsel, Matt Heiter, at 980.264.4381 or [matt.heiter@nninc.com](mailto:matt.heiter@nninc.com).

If you are concerned about maintaining anonymity, you may utilize the confidential NN, Inc. Whistle Blower Hotline (for domestic calls dial toll-free 877-888-0002, for international calls dial collect 770- 810-1147) or visit <https://iwf.tnwgrc.com/nninc>. These reporting methods are available 24 hours a day, 7 days a week, and reports can be made on an anonymous basis. For further information on these reporting methods or for problem resolution procedures, please consult the NN, Inc. Problem Resolution/Whistle Blower Policy.

It is against NN policy to retaliate against any associate for good faith reporting of violations of this Code. Please consult the Company's Non-Retaliation Policy for more details.

### **Reporting Any Illegal or Unethical Behavior and Protection against Retaliation:**

NN, Inc. is committed to achieving compliance with this Code of Conduct and all applicable securities laws and regulation, accounting standards, accounting controls and audit practices. Reporting of violations is important to assure that the Company swiftly takes appropriate action.

You are expected to report to supervisors, managers or other appropriate personnel suspected or observed illegal or unethical behavior or when you are in doubt about the best course of action to take in a particular situation. You are expected to cooperate in internal investigations of misconduct.

Please consult the Company's Problem Resolution/Whistle Blower Policy for detailed procedures on reporting suspected violations of this Code.

**VIOLATIONS SHOULD BE REPORTED DIRECTLY TO MANAGEMENT. HOWEVER, NN, INC. HAS A CONFIDENTIAL HOTLINE (FOR U.S. DOMESTIC CALLS DIAL TOLL-FREE 877-888-0002, FOR INTERNATIONAL CALLS DIAL COLLECT 770-810-1147) AND ONLINE REPORTING TOOL (<https://iwf.tnwgrc.com/nninc>) FOR ITS ASSOCIATES TO REPORT ANY VIOLATION OF LAW, THIS CODE OF CONDUCT OR OTHER COMPANY POLICIES BY COMPANY OFFICERS, DIRECTORS OR ASSOCIATES. THE HOTLINE AND ONLINE REPORTING TOOL ARE AVAILABLE 24 HOURS A DAY, 7 DAYS A WEEK. ALL REPORTS MAY BE MADE ON AN ANONYMOUS BASIS.**

### **Enforcement:**

Those who violate this Code will be subject to disciplinary action, up to and including termination of employment. The Company may be obligated to report to the appropriate civil authorities' certain acts that are deemed to violate local, state or federal laws.

**Contacts:**

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