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Governance

Governance A - Board Oversight

Governance / Governance A - Board Oversight

Disclose the organization's governance around climate-related risks and opportunities.

Board oversight of climate-related risks and opportunities:

Rambus' board members oversee our Environmental, Social and Governance (ESG) / Corporate Social Responsibility (CSR) practices which include climate-related issues. The Corporate Governance / Nominating Committee (CGNC) oversees and makes recommendations to the Board of Directors regarding Rambus's corporate governance policies and practices, including climate-related issues. Climate-related issues are a regularly scheduled agenda item at the CGNC meeting at least annually. The Board's CGNC reviews our ESG policies, programs, initiatives and progress at least annually and makes recommendations to the full Board of Directors regarding Rambus's ESG policies and practices.

References:

 [CDP Climate Questionnaire 2023](#) Page(s) 1-3

Governance B - Role of Management

Governance / Governance B - Role of Management

Disclose the organization's governance around climate-related risks and opportunities.

Describe management's role in assessing and managing climate related risks and opportunities:

The ESG Council consists of the Senior VP and General Counsel, Senior VP of Human Resources (HR), Senior VP of Global Operations, and a cross-departmental Advisory Council which includes leadership members from Legal, Finance, Workplace and Marketing. Members of the ESG Council meet quarterly. Responsibilities of the ESG Council include reviewing and approving policies, strategies, climate-related targets, and funding activities associated with implementing aspects of our CSR program. The ESG Council is also responsible for monitoring internal and external trends to identify potential risks that could have a material impact on our business.

The CSR/ESG Committee consists of members from the Legal, Finance, Workplace, Marketing, Engineering, Global Operations, HR, Quality, Sales, and Supply Chain departments. This committee manages and implements the CSR program, its policies and initiatives, of which climate action is a priority. This group meets monthly to provide accurate, cogent and concise reporting on our CSR activities. The CSR/ESG Committee is also responsible for developing and presenting an annual CSR work plan. Rambus's CEO maintains overall responsibility for the CSR programs.

References:

 [CDP Climate Questionnaire 2023](#) Page(s) 1-3

Strategy

Strategy A - Short, Medium, and Long Term Climate Risks

Strategy / Strategy A - Short, Medium, and Long Term Climate Risks

Disclose the actual and potential impacts of climate-related risks and opportunities on the organization's businesses, strategy, and financial planning where such information is material.

Climate-related risks and opportunities the organization has identified over the short, medium, and long term:

Rambus takes a comprehensive approach to address climate-related issues by embedding sustainability in our operations, supply chain, products and services. Rambus defines short-term time horizon as 0-3 years, medium-term as 3-10 years, and long-term as 10+ years. Rambus utilizes an Enterprise Risk Management protocol for the identification of material risks that may have a substantive financial or strategic impact on our business. We define material risks as risks that have a high likelihood of impacting Rambus's operations and financial performance. When relevant, climate change is considered as an input and is incorporated into several risk factors that could impact our operations. Such risk factors include the following and are disclosed in the 10-K annual report, and CDP Climate Questionnaire.

- Employee attraction and retention: If we are unable to attract and retain qualified personnel, our business and operations could suffer.
- Physical risks affecting our operations: Our operations are subject to risks of natural disasters, acts of war, terrorism, widespread illness or security breach at our domestic and international locations. Any one of which could result in a business stoppage and negatively affect our operating results.
- Supply chain interruptions: We rely on third parties for a variety of services, including manufacturing, and these third parties' failure to perform these services adequately or change the allocation of their services/capacity due to industry or other pressures could materially and adversely affect our business.
- Compliance with regulations and public disclosure requirements: Compliance with changing regulation of corporate governance and public disclosure may result in additional expenses that could impact our bottom line.

Current Regulation: Compliance with current regulation is always included in our risk assessment. Our business is headquartered in the state of California where environmental regulations are among the strictest in the US. We regularly review regulatory compliance requirements such as hazardous waste disposal and air quality, among others and ensure our facilities are compliant with federal, state and local regulations.

Emerging Regulation: Compliance with changing regulation of corporate governance and public disclosure may result in additional expenses that could impact our bottom line. For example, our compliance cost may increase under the proposed SEC disclosure rule in the US and we are closely following these emerging regulations to ensure we will be compliant.

Technology: Technology risk is relevant and is always considered in our risk management process. For example, through our business continuity management system, we regularly review technologies such as renewable energy and battery systems that could potentially improve our resiliency against natural disasters and operation disruptions.

Legal: Legal risks have always been considered in our risk management processes. We may be subject to legal claims or regulatory matters involving consumer, stockholder, employment, competition, IP and other issues on a global basis. However, we consider our legal risks related to climate change are low as current and emerging regulations are more relevant at this time.

Market: We rely on third parties for a variety of services, including manufacturing, and these third parties' failure to perform these services adequately or change the allocation of their services/capacity due to industry or other pressures could materially and adversely affect our business.

Reputation: Rambus has a relatively concentrated customer base and this risk is always included in our risk assessment. Customers and stakeholders are increasingly requesting information on our ESG practices and initiatives, which include climate-related issues. Rambus makes great effort to maintain our reputation by meeting stakeholder expectations and delivering excellence. Reputation risk is always included in our risk management processes. For example, through our risk management processes, we became aware that our customers are increasingly asking about our efforts to reduce energy consumption of our products and we have integrated the management of this risk into our product design processes.

Acute Physical: Our operations are subject to risk of natural disasters that may intensify due to climate change at our domestic and international locations. Any one of which could result in a business stoppage and negatively affect our operating results. For example, our San Jose headquarters and the local employees are at risk of experiencing wildfires and flooding events, and our location in Bangalore, India has a high risk of heat wave. These physical risks are integrated in our risk management processes through the BCMS and the Environmental, Health, Safety and Energy management system.

Chronic Physical: Our operations are subject to risks of chronic physical risks such as chronic water stress and sea level rise. Our San Jose headquarters may be at risk of sea level rise, and our location in Bangalore, India has a high risk of drought. These physical risks are integrated in our risk management processes through the BCMS and the Environmental, Health, Safety and Energy management system.

References:

 [Environmental and Climate Change Statement](#) Page(s) 5-15

 [CDP Climate Questionnaire 2023](#) Page(s) 4-7

 [2023 10K](#)

Strategy B - Business, Strategy and Financial Planning

Strategy / Strategy B - Business, Strategy and Financial Planning

Disclose the actual and potential impacts of climate-related risks and opportunities on the organization's businesses, strategy, and financial planning where such information is material.

Impact of risks and opportunities on business, strategy and financial planning:

Rambus recognizes that climate change is a serious threat to our people and the planet. The CSR / ESG Committee evaluates relevant external/internal trends and provides input to leadership on a regular basis. Stakeholders from key business units such as Operations, Finance, HR and Legal coordinate efforts to establish necessary policies, plans and systems to effectively address climate-related issues. Through integrating sustainability into the business strategy and financial planning processes, Rambus has taken the following initiatives to reduce greenhouse gas (GHG) emissions and manage previously mentioned climate-related risks.

- Rambus preferentially selects resource efficient buildings (LEED, WELL Certified, etc.) to reduce our energy & water consumption and associated costs. Rambus added on-site power generation at the new headquarters in San Jose, California in 2022 to improve the resiliency of our power supply and reduce cost on utilities. Additionally, Rambus has purchased 100% renewable energy for the electric power we use in our San Jose headquarters and Bangalore, India office since 2021 and our office in France since 2022. We continue to explore options to support renewable energy in the regions where we operate.
- Rambus has a flexible schedule program that allows employees to work remotely and alter scheduled working hours to both improve employee satisfaction and promote emissions reduction.
- Rambus has a comprehensive ESG roadmap that sets a clear strategy to improve our ESG performance, with a focus on gaps and opportunities identified through the materiality assessment.
- Rambus has set climate-related targets for 100% of our strategic suppliers to have public emissions reduction goals and 80% to source renewable energy by 2025.

In 2021, Rambus became a member of the Responsible Business Alliance and, as such, follows the RBA Code of Conduct in our worldwide operations. Rambus also has adopted a Vendor Code of Conduct ("Rambus Vendor Code") based upon the RBA Code of Conduct that applies to all key suppliers. Rambus expects our vendors to comply with the RBA code and with the Rambus Code of Business Conduct and Ethics, as well as all national and local laws and regulations.

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References:

 [Environmental and Climate Change Statement](#)

 [RBA code of conduct](#)

 [CDP Climate Questionnaire 2023](#) Page(s) 7-9

 [2023 Proxy Statement](#)

Strategy C - Resilience of the Organization's Strategy

Strategy / Strategy C - Resilience of the Organization's Strategy

Disclose the actual and potential impacts of climate-related risks and opportunities on the organization's businesses, strategy, and financial planning where such information is material.

Resilience of the Organization's Strategy:

Rambus qualitatively evaluates climate-related risks and opportunities in our direct facilities, supply chain and product design and development. Through existing management system frameworks, Rambus's cross-functional teams continue to monitor external and internal trends, developments and risks that could materially impact our business. By factoring climate-related issues into our planning, training and investment strategies, we promote the continual monitoring and improvement of processes and controls to make sure they achieve their intended outcomes. In the coming years, Rambus aims to strengthen our ESG/CSR programs through several initiatives such as setting emissions targets. Additionally, we will enhance the Enterprise Risk Management (ERM) program to incorporate climate-related issues.

Climate related risks and opportunities have influenced our strategy related to supply chain. Throughout 2020 and 2021, Rambus actively worked to formalize our sustainable procurement policies and model of excellence for the future at Rambus.

Rambus's top suppliers have all certified to Rambus that they comply with the Rambus Vendor Code or the RBA Code of Conduct and Rambus audits/confirms such compliance annually. Rambus's top manufacturing supplier TSMC, which makes up a majority of Rambus's chip production spend is ISO 14001, ISO 45001 and ISO 50001 certified and in 2020 was the first semiconductor company to join the RE100 renewable energy initiative. Supplier facilities are audited on a variety of environmental and social topics, including but not limited to: water management, greenhouse gas emissions, air emissions, and energy consumption.

In 2022, we implemented a performance measurement system for suppliers that enables a baseline measurement associated with key sustainability goals and performance indicators. We monitor, assess and provide continuous improvement mechanisms and take corrective actions with suppliers on an annual basis. This process also assists in the selection of new suppliers and actively communicates the results of annual assessments to decision makers and internal stakeholders. We will benchmark our work in this area against leaders in our field using RBA's standards for excellence. We are also in the process of setting supplier-specific goals related to capacity building, emissions reductions and renewable energy procurement.

References:

 [Environmental and Climate Change Statement](#)

 [CDP Climate Questionnaire 2023](#)

Page(s) 8-9

Risk Management

Risk Management A - Identifying and Assessing Climate Related Risks

Risk Management / Risk Management A - Identifying and Assessing Climate Related Risks

Disclose how the organization identifies, assesses, and manages climate-related risks.

Identifying and Assessing Climate Related Risks:

Rambus evaluates climate-related risks as an integral part of our wider risk management frameworks including ISO 9001 and Business Continuity Management System (BCMS). The Board of Directors meets regularly to receive reports from its committees, as well as from management with respect to areas of material risk to the company, including legal, operational, financial and strategic risks. Currently the Rambus ERM program does not include climate-related risks. Rather, climate risks are considered as an input when relevant and are integrated into the management systems. Rambus follows the standard set forth in the ISO 9001 management system. Under the ISO 9001 system, business units identify risks that could impact their operations. Climate-related issues are considered in this process when relevant. Risks are incorporated into the risk register, managed by the assigned risk owners, and evaluated periodically. Through the BCMS framework, climate-related issues are evaluated as an integral part of risk factors that could impact business continuity. Leaders in Operations, HR and Technology Partnerships and Corporate Development ensure that business continuity is integrated into Rambus's business strategy and operations and promote the continual improvement of the BCMS. This leadership team is also supported by a cross-functional working group. This working group is responsible for reviewing internal and external issues on a regular basis, supporting the implementation of business continuity initiatives, and ensuring the effectiveness of the management systems

Additionally, Rambus established an Environmental, Health and Safety management system, that is aligned with ISO 50001 standards for energy management and ISO 14001 standards for environmental management. At the completion of this work, Rambus' entire operations will certified to ISO14001. Through the ISO management systems, our local champions for EHS actively work towards environmental excellence globally at Rambus. We identify environmental and energy aspects of our activities, products and services, understand their associated environmental and energy impacts, assess risks and opportunities, and seek to continuously improve our performance through the plan-do-act-check framework. By establishing and maintaining an environmental and energy management program based on ISO standards, we ensure that our management policies and procedures meet internationally recognized standards for accountability and continuous improvement. Our robust framework of ISO standards also allows us to clearly identify corrective actions, potential risks and possible opportunities, with the goal of reducing variability, advancing best management practices throughout the organization and achieving long-term sustainable success. We take an integrated approach that emphasizes four key focus areas:

1. Prevention of Pollution
2. Sustainable Resource Use
3. Climate Change Mitigation and Adaption
4. Protection of the Environment, Biodiversity and Restoration of Natural Habitats

We are taking measures to prevent or achieve our commitment to environmental excellence. Our strategies focus on measuring our impact, maximizing efficiency, and pursuing renewable energy. In the coming years, Rambus plans to enhance the ERM program by incorporating climate-related risks into main pillars such as financial, market, brand, operational and compliance risks. We believe that the updated ERM program will allow us to further integrate climate-related in the organization and streamline the process of identifying, assessing and managing these risks.

References:

 [CDP Climate Questionnaire 2023](#) Page(s) 7-9

Risk Management B - Processes for Managing Climate Related Risks

Disclose how the organization identifies, assesses, and manages climate-related risks.

Processes for Managing Climate-Related Risks:

Rambus currently evaluates climate-related risks as an integral part of our wider risk management frameworks including ISO 9001 and Business Continuity Management System (BCMS). The Board of Directors meets regularly to receive reports from its committees, as well as from management with respect to areas of material risk to the company, including legal, operational, financial and strategic risks. Currently the Rambus ERM program does not include climate-related risks. Rather, climate risks are considered as an input when relevant and are integrated into the management systems. Rambus follows the standard set forth in the ISO 9001 management system. Under the ISO 9001 system, business units identify risks that could impact their operations. Climate-related issues are considered in this process when relevant. Risks are incorporated into the risk register, managed by the assigned risk owners, and evaluated periodically. Through the BCMS framework, climate-related issues are evaluated as an integral part of risk factors that could impact business continuity. Leaders in Operations, HR and Technology Partnerships and Corporate Development ensure that business continuity is integrated into Rambus's business strategy and operations and promote the continual improvement of the BCMS. This leadership team is also supported by a cross-functional working group. This working group is responsible for reviewing internal and external issues on a regular basis, supporting the implementation of business continuity initiatives, and ensuring the effectiveness of the management systems. In the coming years, Rambus plans to enhance the ERM program by incorporating climate-related risks into main pillars such as financial, market, brand, operational and compliance risks. We believe that the updated ERM program will allow us to further integrate climate-related risks in the organization and streamline the process of identifying, assessing and managing these risks.

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References:

 [CDP Climate Questionnaire 2023](#) Page(s) 4-9

Risk Management C - Organizational Integration of Risk Management Practices

Risk Management / Risk Management C - Organizational Integration of Risk Management Practices

Disclose how the organization identifies, assesses, and manages climate-related risks.

Organizational Integration of Risk Management Practices:

Currently, Rambus evaluates climate-related risks as an integral part of our wider risk management frameworks including ISO 9001 and Business Continuity Management System (BCMS). The Board of Directors meets regularly to receive reports from its committees, as well as from management with respect to areas of material risk to the company, including legal, operational, financial and strategic risks. Currently the Rambus ERM program does not include climate-related risks. Rather, climate risks are considered as an input when relevant and are integrated into the management systems. Rambus follows the standard set forth in the ISO 9001 management system. Under the ISO 9001 system, business units identify risks that could impact their operations. Climate-related issues are considered in this process when relevant. Risks are incorporated into the risk register, managed by the assigned risk owners, and evaluated periodically. Through the BCMS framework, climate-related issues are evaluated as an integral part of risk factors that could impact business continuity. Leaders in Operations, HR and Technology Partnerships and Corporate Development ensure that business continuity is integrated into Rambus's business strategy and operations and promote the continual improvement of the BCMS. This leadership team is also supported by a cross-functional working group. This working group is responsible for reviewing internal and external issues on a regular basis, supporting the implementation of business continuity initiatives, and ensuring the effectiveness of the management systems.

Additionally, Rambus established an Environmental, Health and Safety management system, that is aligned with ISO 50001 standards for energy management and ISO 14001 standards for environmental management. At the completion of this work, Rambus' entire operations will be certified to ISO14001. Through the ISO management systems, our local champions for EHS actively work towards environmental excellence globally at Rambus. We identify environmental and energy aspects of our activities, products and services, understand their associated environmental and energy impacts, assess risks and opportunities, and seek to continuously improve our performance through the plan-do-act-check framework. By establishing and maintaining an environmental and energy management program based on ISO standards, we ensure that our management policies and procedures meet internationally recognized standards for accountability and continuous improvement. Our robust framework of ISO standards also allows us to clearly identify corrective actions, potential risks and possible opportunities, with the goal of reducing variability, advancing best management practices throughout the organization and achieving long-term sustainable success. We take an integrated approach that emphasizes four key focus areas:

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References:

 [CDP Climate Questionnaire 2023](#) Page(s) 4-9

Metrics and Targets

Metrics and Targets A - Metrics used by the Organization

Metrics and Targets / Metrics and Targets A - Metrics used by the Organization

Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities where such information is material.

Metrics used by the Organization to Assess Climate-Related Risks and Opportunities:

Rambus tracks climate-related metrics associated with both our operations and our supply chain. Specifically for our operations and facilities, we measure and report on our scopes 1 and greenhouse gas emissions, energy consumption as well as renewable energy that we purchase, water consumption, and waste generated from operations. Rambus also calculates and reports the emissions associated with our value chain (Scope 3). To this end, we partner with top suppliers to gather data on GHG and waste emissions, and energy and water consumption attributable to Rambus. In addition, Rambus is working to incorporate design techniques into our products that help enhance energy efficiency and promote smarter energy use.

References:

 [Environmental and Climate Change Statement](#)

 [CDP Climate Questionnaire 2023](#) Page(s) 9-28

Metrics and Targets B - Scope 1 & 2 GHG Emissions

Metrics and Targets / Metrics and Targets B - Scope 1 & 2 GHG Emissions

Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities where such information is material.

Disclose Scope 1 Greenhouse Gas (GHG) Emissions:	1853.39
Disclose Scope 2 Greenhouse Gas (GHG) Emissions:	1301.5
Discuss Scope 1 and Scope 2 greenhouse gas (GHG) related risks:	
<ul style="list-style-type: none">• Gross global<ul style="list-style-type: none">◦ Scope 1 emissions (metric tons CO2e): 1,853.392◦ Scope 2, location-based: 1,031.5◦ Scope 2, market-based: 275.2••••	

Additional Comments

References:

 [CDP Climate Questionnaire 2023](#) Page(s) 9-28

Metrics and Targets B - Scope 3 GHG Emissions

Metrics and Targets / Metrics and Targets B - Scope 3 GHG Emissions

Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities where such information is material.

Disclose Scope 3 Greenhouse Gas (GHG) Emissions:	253902
Discuss Scope 3 greenhouse gas (GHG) emissions and the related risks:	

References:

 [CDP Climate Questionnaire 2023](#) Page(s) 9-28

 [2022 GHG Inventory Summary](#)

Metrics and Targets C - Targets used by the Organization to Manage Climate Related Risks

Metrics and Targets / Metrics and Targets C - Targets used by the Organization to Manage Climate Related Risks

Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities where such information is material.

Describe the targets used by the organization to manage climate related risks and opportunities and performance against targets:

Rambus is in the process of setting emissions targets for our own operations and is expected to introduce a target in the next 2 years. We are taking necessary steps to establish climate-related targets that will help guide our climate actions in the future.

For our suppliers we have two climate-related goals. We are committed to 100% of Rambus strategic contract manufacturing suppliers will have publicly shared emission reduction goals by 2025 and 80% of Rambus strategic contract manufacturing suppliers will source renewable energy by 2025.

References:

 [CDP Climate Questionnaire 2023](#) Page(s) 9-10