

PCTEL Code of Ethics and Business Conduct

I. From our Chief Executive Officer

The reputation of PCTEL, Inc. (referenced as "PCTEL" or "the Company") is an important and valuable asset. The decisions and actions of each of us are critical to protect and enhance that asset.

This Code of Ethics and Business Conduct (our "Code") contains policies that apply to each employee of PCTEL and its subsidiaries (an "Employee"), as well as each member of the PCTEL Board of Directors (a "Director") and any contractor or agent of PCTEL. All such persons are expected to read, understand, acknowledge and abide by our Code. This applies at every level of the organization. Our leaders (our executive officers and upper and middle management) are expected not only to abide by our Code but also to encourage and support compliance throughout the organization.

Our Code is designed to deter wrongdoing and to promote: (i) honest and ethical conduct; (ii) full, fair, accurate, timely and understandable disclosure in reports and documents we file with or submit to the U.S. Securities and Exchange Commission ("SEC") and in our other public communications; (iii) compliance with applicable laws, rules and regulations; (iv) the prompt internal reporting of violations of our Code; and (v) accountability for complying with our Code.

After providing a general statement of policy in Section II, our Code addresses matters relating to dealing with those within PCTEL (Section III) and those outside PCTEL (Section IV), as well as responsibilities to shareholders and the public (Section V). Finally, Section VI covers procedural matters, including the reporting of violations or suspected violations of our Code.

While our Code cannot cover each situation in which decisions involving ethical issues will have to be made, it does provide principles to guide our conduct. Other PCTEL policies and handbooks are also critical components of PCTEL's overall compliance and ethics program. Never hesitate to ask your manager, Human Resources or our Chief Legal Officer for clarification or advice prior to making a decision about which you are uncertain.

If you suspect that someone has violated our Code, you are expected to report the violation to the Chief Legal Officer or using *EthicsPoint* as described in the PCTEL Whistleblower Policy. PCTEL prohibits any form of retaliation against any person who in good faith reports a violation or a suspected violation of our Code.

All Employees and Directors are responsible for advancing the principles contained in our Code and for promoting a culture in which ethical conduct is valued and exhibited by all Employees and Directors. If we all do these things well, we will be successful as individuals and as a company.

Thank you for your continued dedication and hard work.

David Neumann
Chief Executive Officer

August 2022

II. Statement of Policy

Our Code was prepared to provide Employees, Directors and contractors, as well as those with whom we do business and the general public, with a formal statement of PCTEL's commitment to the standards and rules of ethical business conduct. One of the basic values at PCTEL is to conduct business with integrity, fairness and respect. This goal can be best achieved by hiring and rewarding Employees who maintain high ethical standards in all of their activities on behalf of PCTEL.

Our Code provides policies for all Employees, Directors, contractors and agents of the Company relating to their obligations in the conduct of Company affairs. Our Code does not supersede specific Company policies that govern particular subjects. It is a general statement of PCTEL's policies in a number of different areas. Our Code should be considered the basis on which each Employee conducts business on behalf of the Company and should be deemed the cornerstone of PCTEL's ethical business practices worldwide. The Company's goal is for each Employee to act in a manner utilizing good judgment, high ethical standards and honesty in the Employee's business dealings on behalf of the Company.

Our Code and the policies described below do not create an employment contract. Further, nothing in our Code shall be deemed to create an employer-employee relationship between PCTEL and its contractors and agents or their personnel.

PCTEL's policies, guidelines and related procedures are subject to change by PCTEL at any time.

III. Dealing With Those Within PCTEL

A. SAFETY, HEALTH AND ENVIRONMENT

PCTEL is committed to providing a safe and healthy workplace and to minimizing the impact of our operations on the environment. These commitments can only be met through the awareness and cooperation of all Employees and Directors. We each have a responsibility to abide by safe operating procedures to produce products that meet established safety standards. In the U.S. and other countries in which PCTEL operates, regulatory agencies exist to ensure compliance with laws and regulations affecting safety, health and environmental protection. It is PCTEL's policy to comply with these laws and regulations. We also require contractors, consultants, suppliers and others who work with us to follow applicable laws and regulations. In keeping with this spirit, Employees are encouraged to report to their supervisors any condition which they perceive to be unsafe, unhealthy or hazardous.

B. EQUAL OPPORTUNITY

PCTEL's Employees are its greatest asset. We encourage diversity and are committed to treating each other with respect and fairness at all times. Employment decisions will be based on business considerations, including qualifications, skills and performance. We will comply with local and national employment laws, including specifically, those preventing discrimination based on race, color, religion, sex, gender, gender identity, national origin, age, disability, marital status, veteran's status, sexual orientation or any other characteristic specified by law.

C. HARASSMENT

Abusive, harassing or offensive conduct, whether verbal, physical or visual, is unacceptable. The Company is committed to providing a work environment free from all forms of harassment (including sexual harassment and bullying). All Employees and Directors are expected to act in a way that supports this commitment, and all Employees and Directors must refrain from any behavior that causes, or could cause, any form of harassment against other Employees, Directors, applicants for employment, contractors or visitors. The Company will make every effort to prevent and halt harassment of any kind. Any Employee who violates this policy will be subject to discipline, up to and including termination, and any Director who violates this policy will be subject to expulsion from the Board of Directors. Employees are encouraged to speak out when a coworker's conduct makes them uncomfortable and to report

harassment when it occurs. Our policies prohibit intimidation or retribution for any reports of misconduct by others that are made in good faith. Employees should review Section 7.1 of the U.S. Employee Handbook, which addresses the Company's policies with respect to anti-harassment and anti-bullying.

D. ANTI-HUMAN TRAFFICKING

PCTEL is opposed to human trafficking and forced labor in any form. Employees, Directors and contractors must not engage or participate in trafficking in persons and any other form of slavery, including but not limited to, sex trafficking and/or labor trafficking. In addition, PCTEL has adopted the PCTEL Anti-Human Trafficking Policy addressing requirements in this regard applicable to contractors and subcontractors to the U.S. Government.

IV. Dealing With Those Outside of PCTEL

A. SALES AND MARKETING

We will build long-term relationships with our customers by demonstrating honesty and integrity. We will strive to ensure that all of our marketing and advertising is accurate and truthful. We will only obtain business legally and ethically. As explained in more detail below, bribes and kickbacks are unacceptable.

B. BRIBERY

PCTEL prohibits any form of bribery. You must never, directly or indirectly through another party, make or provide, or offer or promise to make or provide, any illegal, improper or questionable payment of funds or other valuable consideration to any customer, vendor, governmental official or anyone else anywhere in the world for the purpose of obtaining or retaining business or securing any improper advantage. This includes kickbacks of any kind, small "facilitating" payments, significant or unusual gifts (including education or employment for relatives) to government employees or others even though they may be considered a normal business practice in some countries.

Many of the countries in which we operate have laws prohibiting bribery, including laws specifically prohibiting bribery of foreign officials, and requiring the maintenance of accurate books and records. These laws include the Foreign Corrupt Practices Act in the United States, the Bribery Act in the United Kingdom and the Swedish Criminal Code. Violation of these laws is serious and can result in fines for PCTEL and imprisonment for individuals. Even the appearance of a violation of such laws could do great damage to PCTEL's reputation.

You must not make, offer or promise a bribe indirectly through a contractor, consultant or agent. Any Employee who retains a contractor, consultant or agent who will act on behalf of PCTEL in dealing with third parties must ensure that the contractor, consultant or agent is reputable and suitably qualified. Any such contractor, consultant or agent must sign a written confirmation that he or she will comply with the PCTEL's policy regarding bribery, as well as our Code generally.

There is no prohibition against offering or providing occasional meals, refreshments, entertainment, gifts and similar business courtesies that fall within conventional norms. No such item may be offered or provided unless it (1) is not a cash gift; (2) is consistent with customary business practices; (3) is reasonable in fair market value; (4) cannot be construed as a bribe or payoff; (5) does not violate any law or regulation; and (6) would not cause the Company embarrassment if publicly disclosed or give the appearance of impropriety. In addition, business courtesies offered or provided must be properly documented and accounted for in the records of the Company and must not be paid for with personal resources.

You must not receive a bribe of any kind from anyone seeking to do business with PCTEL or seeking an unfair advantage relating to their business with PCTEL.

C. CUSTOMER INFORMATION

Customer confidential information that is entrusted to the Company must be protected as carefully as our own confidential information. Only those having a need-to-know should be provided with access to customer confidential information and such Employees must abide by all contractual and legal obligations of the Company to keep such customer information confidential.

D. PURCHASING

All purchasing decisions are to be made based on Company's best interests. Suppliers will win Company business as a result of product or service suitability, price and delivery.

E. COMPETITIVE INFORMATION

We must never use any illegal or unethical means to gather competitive information. Contact the Chief Legal Officer if you have questions about the legality of information obtained, or if any information that may constitute a trade secret or confidential information of another business was obtained in error.

F. COMPETITION AND U.S. ANTITRUST AND OTHER COMPETITION LAWS

Principled competition is the lifeblood of a free market economy. We welcome and pledge to engage in such competition. We compete on the basis of the quality of our products, our pricing and service and the loyalty of our customers.

The antitrust laws, referred to as competition laws outside of the United States, are designed to ensure a fair and competitive free market system. Employees are required to comply with applicable antitrust and competition laws, including those relating to price discrimination, price fixing, restraint of trade, collusion and market allocation schemes.

G. TRADE RESTRICTIONS

PCTEL complies with all applicable export laws, restrictions and regulations of the United States and any other relevant jurisdiction. This includes the U.S. Export Administration Regulations (EAR) and International Traffic in Arms Regulations (ITAR), as well as all other laws, restrictions and regulations administered by the U.S. Department of Commerce, U.S. Department of State, U.S. Department of Defense, U.S. Department of Homeland Security. All Employees must follow PCTEL's processes for compliance with these laws, restrictions and regulations, including the use of systems to check the status of particular individuals, companies and jurisdictions.

V. Responsibilities to Shareholders and to the Public

A. COMPLIANCE WITH THE LAW

Compliance with all applicable local, state, federal and non-U.S. laws, rules and regulations is a fundamental aspect of our commitment to integrity. Employees and Directors throughout the world are required to comply with applicable laws, rules and regulations wherever PCTEL does business. In addition, Employees and Directors must avoid and report any activities that involve, or could lead to the involvement of, PCTEL in any unlawful practice. While the laws that govern our activities may be complex, ignorance of the law does not excuse noncompliance. If you are unclear about the legality of an action or any law, rule or regulation relating to your work, contact the Chief Legal Officer.

B. CONFLICTS OF INTEREST

PCTEL respects the right of each Director and Employee to handle his/her personal affairs and investments. However, all Employees and Directors should avoid situations that present a potential conflict between PCTEL's interests and their personal interests. Employees and Directors are to avoid any transactions, investments, activities or associations that interfere with their exercise of sound business judgment on behalf of PCTEL or that otherwise pose a potential conflict of interest or the appearance of a conflict of interest. While it would be difficult to attempt to identify all possible situations in which a conflict of interest may arise, some common types of conflicts are set forth below. In addition, Employees should review the Section 1.6 of the U.S. Employee Handbook that also addresses conflicts of interest.

1. Outside Employment and Membership on Boards of Directors

During the term of his/her employment or service with the Company, an Employee or Director may not perform services as a member of the board of directors, employee, agent, consultant, advisor or contractor for a customer, a supplier, a competitor, or any other entity that has (or within the past twelve month period has had) a business relationship with the Company without the prior written approval from the Company in accordance with Section VI(B) of our Code.

In particular, the following types of outside employment are strictly prohibited for Employees:

- (i) employment that conflicts with your work schedule, duties and responsibilities;
- (ii) employment that creates a conflict of interest or is incompatible with your employment with the Company;
- (iii) employment that interferes with the protection of the Company's proprietary or confidential information;
- (iv) employment that impairs or has a detrimental effect on your work performance with the Company;
- (v) employment that requires you to conduct work or related activities on the Company's property during the Company's working hours or using the Company's facilities or equipment; and
- (vi) employment that directly or indirectly competes with the business or interests of the Company.

2. Financial Interests in Other Companies

If you have a financial interest (including an indirect interest through, for example, a relative or significant other) in any organization and that interest would give you - or would appear to give you - a conflict of interest with the Company, or could influence your decision-making on behalf of the Company, you must promptly disclose it in writing to the Chief Financial Officer and the Chief Legal Officer. You should be particularly sensitive to financial interests in competitors, suppliers, customers, distributors and other parties with which the Company does business.

3. Transactions with Related Parties

If you have a financial interest in a transaction involving the Company and a third party, including an indirect interest through, for example, a relative or significant other or a financial interest in another party involved in such a transaction, you must report that interest to the Chief Financial Officer and obtain approval in accordance with the Company's Policy Regarding Related Party Transactions before the transaction is consummated. We encourage you to seek guidance from the Chief Legal Officer if you have any questions as to whether an interest in a proposed transaction is a related party transaction and if, due to the amount involved, is required to be disclosed under applicable laws, regulations or rules. All related party transactions will be presented to the Board and/or Audit Committee for approval, whether or not disclosure is required under applicable laws, regulations or rules. Any dealings with a related party must be conducted in such a way that no preferential treatment is given to the transaction or to a party involved in the transaction.

4. Corporate Opportunities

You owe a duty to the Company to advance the Company's interests. You may not, directly or indirectly, exploit for personal gain any opportunities that are discovered through the use of corporate property, information or position unless the opportunity is disclosed fully in writing to the Board of Directors or its designated committee, and the Board of Directors or its designated committee consents to your pursuing the opportunity.

5. Loans by The Company

Loans from the Company to Directors and officers are prohibited. Loans from the Company to other Employees must be approved in writing in advance by the Board of Directors or its designated committee.

6. Meals, Entertainment and Gifts

As indicated in Section IV(B), you may not make, offer or receive a bribe.

There is no prohibition against accepting occasional meals, refreshments, entertainment, gifts and similar business courtesies that fall within conventional norms. No such item may be accepted unless it (1) is not a cash gift; (2) is consistent with customary business practices; (3) is reasonable in fair market value; (4) cannot be construed as a bribe or payoff; (5) does not violate any law or regulation; and (6) would not cause the Company embarrassment if publicly disclosed or give the appearance of impropriety.

Examples of items that may not be accepted are (1) payments for your benefit (e.g., tuition payments for your children); (2) vacation travel; (3) extravagant entertainment; and (4) unique or expensive gifts.

If you feel uncomfortable, or have any misgivings about, accepting a professional courtesy, the best course of action is to decline politely.

Please contact the Legal Department or the Human Resources Department if you have any question or concern about accepting a business courtesy.

7. Election or Appointment to Public Office

You may serve in an elected or appointed public office provided that the position does not create or appear to create a conflict of interest.

8. Guidance and Approvals

Evaluating whether a conflict of interest exists, or may appear to exist, requires the consideration of many factors. We encourage you to seek guidance and approval from the Chief Legal Officer in any case where you have any questions or doubts and to wait until you receive prior approval before engaging in any such conduct. The Company may at any time rescind prior approvals to avoid a conflict of interest, or the appearance of a conflict of interest, for any reason deemed to be in the best interest of the Company.

C. PROTECTION AND USE OF COMPANY ASSETS AND INFORMATION

Each Employee is responsible for protecting Company assets and ensuring their efficient and proper use. All Company assets, including Company confidential information, are to be used only for legitimate business purposes, and never for personal gain or for the benefit of persons or entities other than PCTEL.

You are responsible for the proper care and use of all equipment assigned to you or that you sign out. This includes PCTEL equipment that is loaned to customers or prospective customers. Such loans must be properly approved, as well as documented and tracked, in accordance with the relevant policies.

One of PCTEL's most significant assets is the technology, business, financial and other information that it develops, generates, or acquires. Accordingly, each of us is responsible for guarding PCTEL's technology and business information against unauthorized disclosure. This applies to proprietary data developed or purchased by PCTEL, as well as information entrusted to us by suppliers, customers or other third parties pursuant to a confidentiality agreement. This also includes non-public information that might be useful to competitors, or harmful to our customers or to PCTEL, if disclosed. Protection of this information is critical to our continued growth and ability to compete.

D. TRADING ON INSIDE INFORMATION

You are required to comply with the PCTEL Insider Trading Policy, which is available from the Human Resources Department and on *BambooHR* under Files. The PCTEL Insider Trading Policy prohibits, among other things, trading in Company securities by anyone who is aware of material non-public information and sharing such information with others. It also provides for quarterly and event-specific blackout periods during which specified employees may not trade in Company securities.

E. CORPORATE REPORTING AND PUBLIC DISCLOSURES OF CORPORATE INFORMATION

1. Overview

As a public company, we are required to follow strict accounting principles and standards, to report financial information accurately and completely in accordance with these principles and standards, and to have appropriate internal controls and procedures to ensure that our accounting and financial reporting complies with the law. The integrity of our financial transactions and records is critical to the operation of our business and is a key factor in maintaining the confidence and trust of our Employees, security holders and other stakeholders.

2. Compliance with Rules, Controls and Procedures

It is important that all transactions are properly recorded, classified and reported in our financial statements and books and records in accordance with our policies, controls and procedures, as well as all generally accepted accounting principles, standards, laws, rules and regulations for accounting and financial reporting, including but not limited to the requirements set forth in § 406 of the Sarbanes-Oxley Act of 2002 and the rules and regulations of the SEC promulgated thereunder. If you have responsibility for, or any involvement in, financial reporting or accounting, you should have an appropriate understanding of, and should seek in good faith to adhere to, relevant accounting and financial reporting principles, standards, laws, rules and regulations and the Company's financial and accounting policies, controls and procedures. If you are an officer of the Company, you should work to ensure that the internal controls and procedures in your business area are in place, understood and followed.

3. Accuracy of Records and Reports

It is important that those who rely on records and reports — *e.g.*, managers and other decision makers, investors, creditors, customers and auditors — have complete, accurate and timely information. False, misleading or incomplete information undermines the Company's ability to make good decisions about resources, Employees and programs and may, in some cases, result in violations of law. Anyone involved in preparing, or providing information to those preparing, financial or accounting records or reports, including financial statements and schedules, must be diligent in assuring that those records and reports are complete, accurate and timely. Anyone representing or certifying as to the accuracy of such records and reports should make an inquiry or review adequate to establish a good faith belief in their accuracy.

Even if you are not directly involved in financial reporting or accounting, you are likely involved with financial records or reports of some kind — a time sheet, invoice or expense report. In

addition, most Employees have involvement with product, marketing or administrative activities, which can affect our reported financial condition and results. Therefore, the Company expects you, regardless of whether you are otherwise required to be familiar with finance or accounting matters, to use all reasonable efforts to ensure that every business record or report with which you deal is accurate, complete and reliable.

4. Intentional Misconduct

You are not to intentionally misrepresent the Company's financial performance or otherwise intentionally compromise the integrity of the Company's reports, records, policies and procedures. For example, you may not:

- report information or enter information in the Company's books, records or reports that fraudulently or intentionally hides, misrepresents or disguises the true nature of any financial or non-financial transaction or result;
- establish any undisclosed or unrecorded fund, account, asset or liability;
- enter into any transaction or agreement that accelerates, postpones or otherwise manipulates the accurate and timely recording of revenues or expenses;
- intentionally misclassify transactions as to accounts, business units or accounting periods; or
- knowingly assist others in any of the above.

5. Dealing with Auditors

Our auditors have a duty to review our records. You are expected to cooperate with independent and internal auditors in good faith and in accordance with law. In addition, you must not fraudulently induce or influence, coerce, manipulate or mislead our independent or internal auditors regarding financial records, processes, controls or procedures or other matters relevant to their engagement. You may not engage, directly or indirectly, any outside auditors to perform any audit, audit-related, tax or other services, including consulting, without written approval from the Chief Financial Officer or the Audit Committee of the Board of Directors.

6. Obligation to Investigate and Report Potential Violations

You should make appropriate inquiries in the event you become aware of matters such as:

- financial results that seem inconsistent with underlying business performance;
- inaccurate financial records, including travel and expense reports, time sheets or invoices;
- the circumventing of mandated review and approval procedures;
- transactions that appear inconsistent with good business economics;
- the absence or weakness of processes or controls; or
- persons within the Company seeking to improperly influence the work of our financial or accounting personnel, or our external or internal auditors.

Dishonest or inaccurate reporting can lead to civil or even criminal liability for you and the Company and can lead to a loss of public faith in the Company. You are required to promptly report any case of suspected financial or operational misrepresentation or impropriety and to follow the Company's Whistleblower Policy posted on the Company's intranet and on Company premises.

7. Keeping the Audit Committee Informed

The Audit Committee plays an important role in ensuring the integrity of our public reports. If you believe that questionable accounting or auditing conduct or practices have occurred or are occurring, you should notify the Audit Committee of the Board of Directors. This can be accomplished by reporting in the manner provided in the Company's Whistleblower Policy.

In particular, the Chief Executive Officer, the Chief Financial Officer or the Corporate Controller shall promptly bring to the attention of the Audit Committee any information of which they may become aware concerning matters such as:

- the accuracy of material disclosures made by the Company in its public filings;
- significant deficiencies in the design or operation of internal controls or procedures that could adversely affect the Company's ability to record, process, summarize or report financial data;
- any evidence of fraud that involves an Employee who has a significant role in the Company's financial reporting, disclosures or internal controls or procedures; or
- any evidence of a material violation of the policies in our Code regarding financial reporting.

VI. Procedural Matters

A. ACKNOWLEDGEMENT

Each Director and Employee, and other individuals to which our Code applies, must familiarize himself or herself with our Code. All new Employees and Directors must sign an acknowledgement form confirming that they have read our Code and that they understand and agree to comply with its provisions. Annually, Employees and Directors are asked to reconfirm that they have read and understand our Code and agree to comply with its provisions. Signed acknowledgement forms will be retained by the Human Resources department in hard copy or electronically.

Failure to read our Code or to sign an acknowledgement does not excuse any person from compliance with the terms of our Code.

B. OVERSIGHT, APPROVALS AND WAIVERS

The Board of Directors has approved our Code and has delegated oversight of our Code to the Audit Committee. The Audit Committee shall review our Code as it determines appropriate and recommend any proposed amendments to the Board of Directors. The Company shall make our Code available on its website.

Except as otherwise provided in our Code or another PCTEL policy, the Board of Directors or its designated committee must review and approve any matters requiring special permission under our Code for an executive officer or a Director. Except as otherwise provided in our Code or another PCTEL policy, the Chief Financial Officer and the Chief Legal Officer must review and approve any matters requiring special permission under our Code for any other Employee, agent or contractor, and report such matters to the Audit Committee and the Board of Directors.

Any waiver of any provision contained in our Code for an executive officer or a Director requires the express approval of the Board of Directors. To the extent required by law or regulation, such waiver will promptly be publicly disclosed, together with the reasons for the waiver. Any waiver of any provision of our Code with respect to any other Employee, agent or contractor must be approved in writing by the Chief Financial Officer and the Chief Legal Officer.

Copies of approvals and waivers will be retained by the Company.

C. REPORTING VIOLATIONS

You should promptly report violations or suspected violations of this Code in the manner provided in the Company's Whistleblower Policy. (See the link on the Company's website or a copy of the Whistleblower Policy posted on Company premises.) Your report will be anonymous, unless you choose to leave your name.

Reprisals, threats, retribution or retaliation against any person who has in good faith reported a violation or a suspected violation of law, our Code or other Company policies, or against any person who is assisting in any investigation or process with respect to such a report, is prohibited.

D. INVESTIGATIONS

The Company will promptly investigate any suspected violations of our Code as provided in the Company's Whistleblower Policy. If it is determined that evidence of a violation exists, the individual subject to investigation will be notified and will have an opportunity to respond to any allegations made against him/her. An individual suspected of violating our Code may be suspended with or without pay, at the Company's discretion, while an investigation is being conducted.

E. DISCIPLINARY ACTION

The Company will take appropriate action against any Employee, agent or contractor whose actions are found to violate the Code. Disciplinary actions may include, at the Company's sole discretion, oral or written reprimand, suspension or immediate termination of employment or business relationship, or any other disciplinary action or combination of disciplinary actions as deemed appropriate to the circumstances. A record of the disciplinary action will be retained in the Employee's personnel file.

In determining what disciplinary action is appropriate in a particular case, the Company will take into account all relevant information, including the nature and severity of the violation, any history of warnings and violations, whether the violation appears to have been intentional or inadvertent and whether the violator reported his or her own misconduct. The Company will strive to enforce our Code in a consistent manner while accounting for all relevant information. An alleged violator may make a written request for reconsideration within fourteen (14) days of notification of the final disciplinary decision.

Where the Company has suffered a loss, it may pursue its remedies against the individuals or entities responsible. Certain violations of our Code may also be subject to civil or criminal prosecution by governmental authorities and others. Where laws have been violated that are also serious violations of our Code and these violations come to the Company's attention, the Company will report violators to the appropriate authorities.

Acknowledgement
(for hard copy signatures)

CODE OF ETHICS AND BUSINESS CONDUCT

I acknowledge that I have received and read PCTEL, Inc.'s Code of Ethics and Business Conduct.

I acknowledge that I understand the standards, policies and procedures contained in the Code of Ethics and Business Conduct and understand that there may be additional standards, policies, procedures and laws relevant to my position.

I agree to comply with the Code of Ethics and Business Conduct.

I acknowledge that if I have questions concerning the meaning or application of the Code of Ethics and Business Conduct, any Company policies, or the legal or regulatory requirements applicable to my position, it is my responsibility to seek guidance from my manager, the Human Resources Department, the Chief Legal Officer, or other relevant individual or department.

I acknowledge that neither this Acknowledgement nor the Code of Ethics and Business Conduct is meant to vary or supersede the regular terms and conditions of my employment by the Company or to constitute an employment contract.

_____ (Printed Name)

_____ (Signature)

_____ (Date)

Please sign and return this form to the Human Resources Department.