ARM

ARM Holdings plc
Corporate Responsibility Report 2012

ARM IS COMMITTED TO BUILDING SUSTAINABILITY CONSIDERATIONS INTO EVERY ELEMENT OF OUR COMMERCIAL ACTIVITY. WE EXPECT OUR CONTRIBUTION TO A MORE SUSTAINABLE WORLD TO PROVE CENTRAL TO OUR FUTURE SUCCESS.

ABOUT THIS REPORT

The purpose of this report is to communicate ARM's corporate responsibility (CR) and sustainability activity in 2012 and to outline our future commitments to stakeholders.

Visit our online Annual Report:
www.arm.com/reporting2012

Report content and boundary

The content and structure of the report are built around four key areas: Marketplace, Workplace, Environment and Community.

The data covers the period from 1 January 2012 to 31 December 2012, unless otherwise stated. We publish reports annually. Our last report was published in March 2012 and includes data from 2011. Environmental measurement and calculations are based on data from our environmental database, which incorporates data from our 29 offices across the globe.

Reporting standards

This report was prepared using the Global Reporting Initiative's (GRI) G.3 Reporting Guidelines and achieves a self-declared GRI Application Level C. More information on GRI can be found in our GRI Index.

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Future reporting

We will continue to align ARM's future reporting with the GRI and UN Global Compact, to provide a transparent overview of our annual CR and sustainability progress.

ARM is proactive in understanding future reporting trends, such as the implications of integrated reporting. ARM is a member of the IIRC pilot programme and is contributing to the development of future plans for commercial reporting.

THE GLOBAL COMPACT
WE SUPPORT

LOOKING TOWARDS A SUSTAINABLE AND CONNECTED FUTURE

Warren East
Chief Executive Officer

The world is changing. Global living standards are rising. Life expectancy is increasing. Childhood mortality is falling. These achievements owe much to the advance of science and technology. Maintaining, let alone increasing, global quality of life is a continual challenge. If we are to relieve the growing pressure on the earth's natural resources, technological advances will be needed. ARM and its ecosystem will play a vital role in this.

Of course, our technology cannot solve global sustainability issues on its own. But it can be used to create a more resource-efficient world. One significant key to this is the development of connected intelligence. Everyday objects like street lights can already be designed to be intelligent and connected; saving energy, money and lives.

I see a near future in which every object will be intelligent and connected. This development has huge potential. It can enable us to use energy and other resources more efficiently. It can help us to manage our cities so that they can accommodate more people. Through it we will be able to monitor health more accurately to improve lives. This "Internet of Things" also represents a big opportunity to drive economic growth. ARM's designs play an increasing role in helping people and businesses make the most of this new technology.

As more data is generated and consumed, more data centres will be required. The World Wildlife Fund estimates that the carbon emissions from data centres *already* equal or exceed those from aviation. And some reports suggest that the number of data centres will have to double over the next three years just to keep up with demand. This is a huge challenge: in order to avoid needing more power generation, more efficient data centres will be required. But, by deploying the latest semiconductors, the data centres of tomorrow *will* be able to use power more efficiently.

Promisingly, organisations such as the American Council for an Energy Efficient Economy believe that the power saved through smarter connected systems in the wider economy will be significantly greater than the power required by the resulting data centres.

Last year, we made a commitment to the UN to accelerate our R&D efforts in energy efficient computing. We are already seeing the results of this commitment in two of our 2012 technological innovations, big.LITTLE and the Cortex-M0+ processor. There will be more low power developments coming through in the next year.

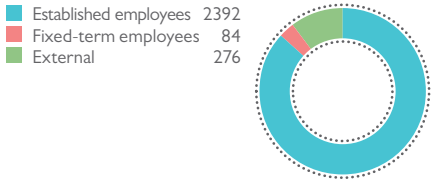
There is a long way to go. It is likely to take several more decades before a sustainable world can be achieved. Yet ARM and our ecosystem are already playing a significant role.

This role will be increasingly central to our business. ARM's core business activity has had, is having and will continue to have a positive impact on global sustainability.

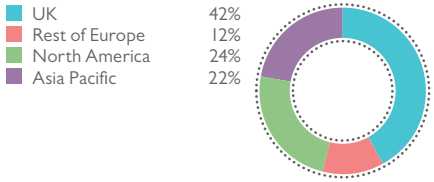
ABOUT ARM

ARM Holdings is the world's leading supplier of semiconductor intellectual property (IP). The technology we design is at the heart of many of today's digital electronic products. These range from smartphones (over 95% of which use ARM technology) and TVs, to car braking systems and industrial motors. In 2012, ARM's customers reported 8.7 billion chips shipped – a 9% increase over 2011.

ARM employees by contract type



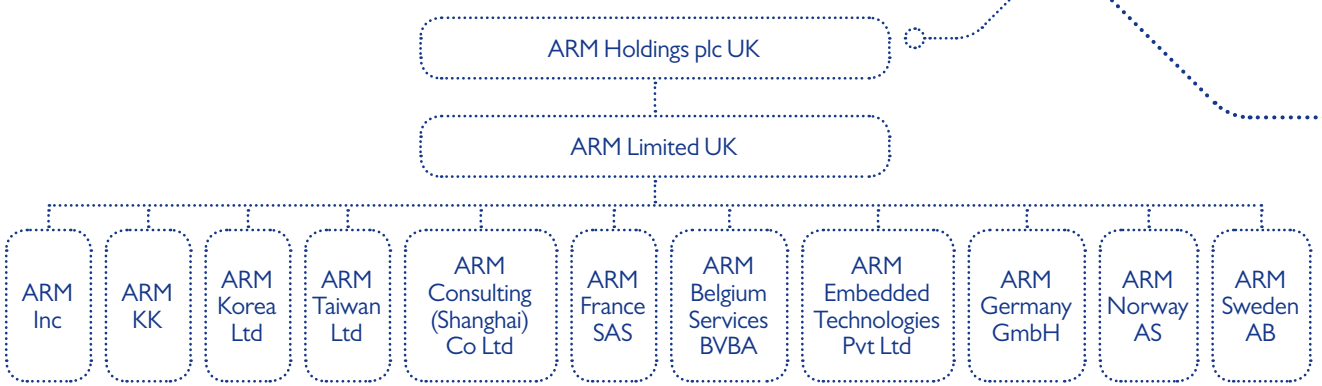
ARM employees by location

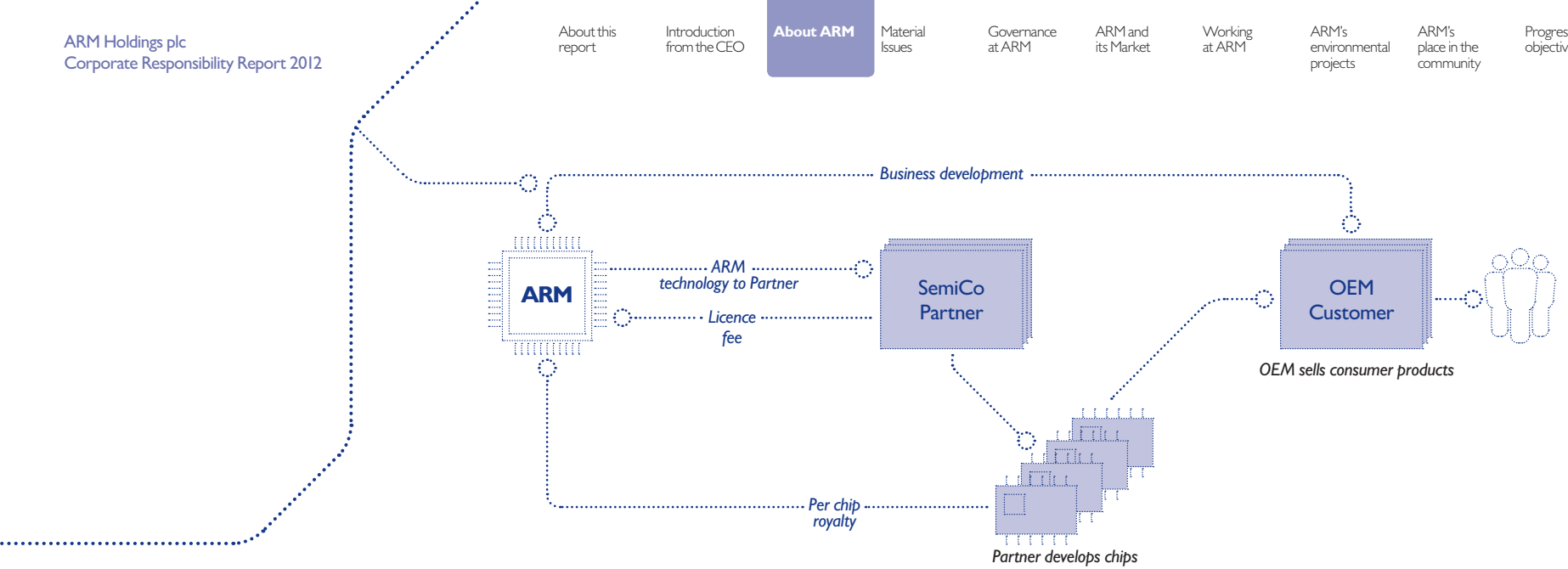


Our company structure

ARM Holdings is a public limited company listed on both the London Stock Exchange and NASDAQ. We employ over 2000 people and have 29 office locations in 14 countries. Our four largest offices are Cambridge, UK (Headquarters); Austin, USA; San Jose, USA and Bangalore, India.

The diagram below demonstrates the Group operational structure and its subsidiaries. There was no significant change in ownership structure over the year.





Our business model

Our business model has been unchanged since our foundation. We design microprocessors. We do not manufacture anything. We sell licences to use our designs to semiconductor companies. It might take them up to three years to build our technology into a completed chip. They will then sell their chips to a variety of product manufacturers (OEMs), for use in both consumer and B2B products. Many of these companies are household names, such as Samsung, Bosch and BMW. When the chip is sold on to a product manufacturer, ARM receives a royalty on every chip that uses our designs.

Companies licence ARM technology because it is more cost effective than investing in developing the capability themselves. We estimate that a typical semiconductor company would need to spend more than $100 million every year if it were not able to licence the technology from ARM. By designing once and licensing many times, ARM spreads the R&D costs over the whole industry, making digital electronics more affordable.

ARM's designs focus on low power consumption

From the beginning, ARM technology based processors have been designed for efficiency. Their low-power consumption makes them particularly suitable for use in portable devices.

ARM technology can now be found in more than 95% of the world's mobile phones. It is also being used in applications as diverse as digital TVs, car airbags and LED lighting systems. An ARM processor design may be used by many different companies, in many different chips for use in a wide range of products and can sell for more than 20 years.

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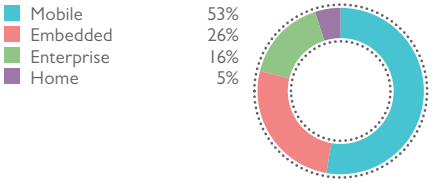
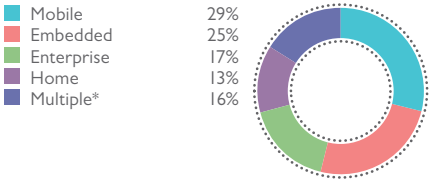
* 16% of licences were signed by companies intending to use ARM technology in multiple end-markets.

The figures below outline the sectors in which ARM-based products are most commonly found. They touch most areas of modern consumer and business activity. By 2017, we estimate that the total available market for ARM-based chips will have grown by 50%, to a total of around 40 billion chips.

Chip shipments by end-market



Number of licences signed by end-market



ARM works with over 1,000 business partners

The challenge of using microprocessors to deliver the services which consumers require is not one that can be solved by one company working alone. It requires chip manufacturers, software companies, design specialists, training suppliers and many others to work together. We have therefore created an ecosystem of over 1,000 companies worldwide who have chosen to work on different aspects of implementing our technology. These companies vary in size from major producers at one end to small start ups at the other.

We believe that our business model enables each of our partners to focus their efforts on where they can best add value. This stimulates more innovation by partners, more choice for product manufacturers and a wider range of products offering different functions for consumers and businesses.

Learn more about our partners at: ***arm.com***

ARM is growing

With the move from desktop PCs to tablets and mobile computing, ARM technology has become essential to the electronics industry and central to our lives. This increasing demand has led to company growth. With the development of the Internet of Things and the need for ARM technology in energy-efficient data centres and network infrastructure, this growth is forecast to continue for the foreseeable future.

Our major customers are the world's largest semiconductor manufacturers, based in the US, Asia and to a lesser extent, Europe.

Less than 1% of ARM's revenue comes from inside the UK, with 38% of our revenues from North America, 51% from Asia Pacific and 11% from Europe. ARM therefore benefits from growth worldwide.

Despite the fact that most of our revenue is generated outside the UK, 90% of our worldwide profits are earned in the UK and are subject to UK corporation tax. In addition, ARM pays taxes in other countries where our customers and employees are based.

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Always innovating

Innovation will always be key to ARM's success. Each year we aim to introduce more efficient designs, tailored to the demands of the market. We can achieve this only through hiring, motivating and retaining the right people to design and deliver the next generation of ARM technology whilst growing and maintaining the ARM Partnership. To this end, we attach great importance to our skills base and to our recruitment process. We recruit top quality engineers, with over 40% of our staff having a masters degree or higher qualification in computer science or a related discipline.

We were pleased to receive recognition of our approach by being ranked by Forbes as the 10th most innovative company in the world in 2012.

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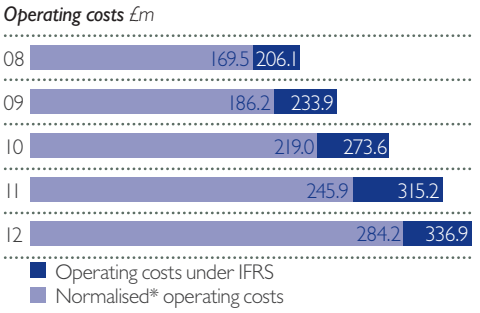
ARM's revenue growth is sustained by our customers incorporating ARM technology in more of their product lines.



ARM expects to grow revenues faster than costs.

* Normalised figures are based on IFRS, adjusted for acquisition-related charges, share-based payment costs, profit or loss on disposal and impairment of available-for-sale investments, restructuring charges, share of results in joint ventures and Linaro™-related charges.

OVERVIEW OF OUR CR COMMITMENT AND MATERIAL ISSUES

Our approach is to build sustainability considerations into every element of our commercial activity so as to ensure that ARM's contribution to a more sustainable world becomes a central part of our future success.

In addition to designing products which offer more sustainable performance, we also work to minimise our own environmental impacts, to engage and motivate our employees and to act with integrity in our interactions with all stakeholders.

Follow ARM on twitter:
@ARMCommunity
@ARMEmbedded
@ARMMobile
@ARMSoC
@ARMjobs

What matters to us?

The following issues have been identified as key to the continued success and sustainability of our business:

Communities

- Local community – building relationships with our local communities.
- Global community – having a voice in global debate on public policy issues related to our business.

Connectivity

- Smarter Living – empowering everyone to make better decisions about their lives through improved connectivity and information access.

Innovation

- Products – the development of new intellectual property.
- Partnerships – working with new Partners outside the semiconductor industry.
- Research – both internal and external to deliver new products and applications.

Integrity

- Governance – ensuring that we maintain the highest levels of transparency and accountability.

Partnership

- Mutual trust and growth – close collaboration with our Partners to develop and release the next generation of products.

Resource efficiency

- Energy efficiency – ensuring that our low-power designs drive more efficient use of the world's energy resources.

Talent

- Recruitment and Retention – ensuring we remain a company that can attract the best employees, especially top engineers, from around the world.
- Personal development – developing the future of our workforce and leadership.

Understanding our material issues is an ongoing process and we always seek further input from stakeholders.

Connecting with stakeholders

Stakeholders are any group, either internal or external to ARM, which may have an impact on, or be impacted by, our activities and decisions.

Our approach aims to strengthen stakeholder relationships and demonstrate accountability by:

- Understanding stakeholder concerns.
- Addressing any existing issues.
- Identifying new opportunities.
- Managing risks.

At the heart of our business we have dedicated teams managing relationships with customers, Partners, investors and employees to ensure that their needs are regularly addressed. All other stakeholder groups are engaged on an issue-by-issue basis.

There were a number of key engagements in 2012:

- Interim global employee survey.
- Customer satisfaction survey.
- Several exchanges with policy makers.

Read more on page 15

GOVERNANCE AT ARM

ARM's approach to corporate governance is set by our leadership who themselves lead by example and insist on high standards throughout the organisation – this is embedded in the culture and structure of ARM.

GOOD GOVERNANCE REQUIRES A CLEAR UNDERSTANDING OF ROLES, IN ORDER TO MANAGE THE BUSINESS EFFECTIVELY, RESPONSIBLY AND WITH INTEGRITY, SO THAT WE DEMONSTRATE ACCOUNTABILITY AND MAINTAIN THE TRUST OF ALL OUR STAKEHOLDERS.

Sir John Buchanan
Chairman

Our corporate ethics and governance

ARM's corporate governance structure and processes, which are described in detail in our 2012 Annual Report, ensure effective management. Additionally, they create transparency in business decisions and actions so that we remain accountable to all our stakeholders. The strength of these stakeholder relationships makes a significant contribution to ARM's continued success. The value we place on good corporate governance is reflected in our governance principles, policies and practices and our everyday working processes. This approach is backed by a programme that targets continuous improvement and is based on measurement against internal objectives, external audits including those undertaken by Lloyd's Register Quality Assurance, benchmarking and a rigorous approach to risk management.

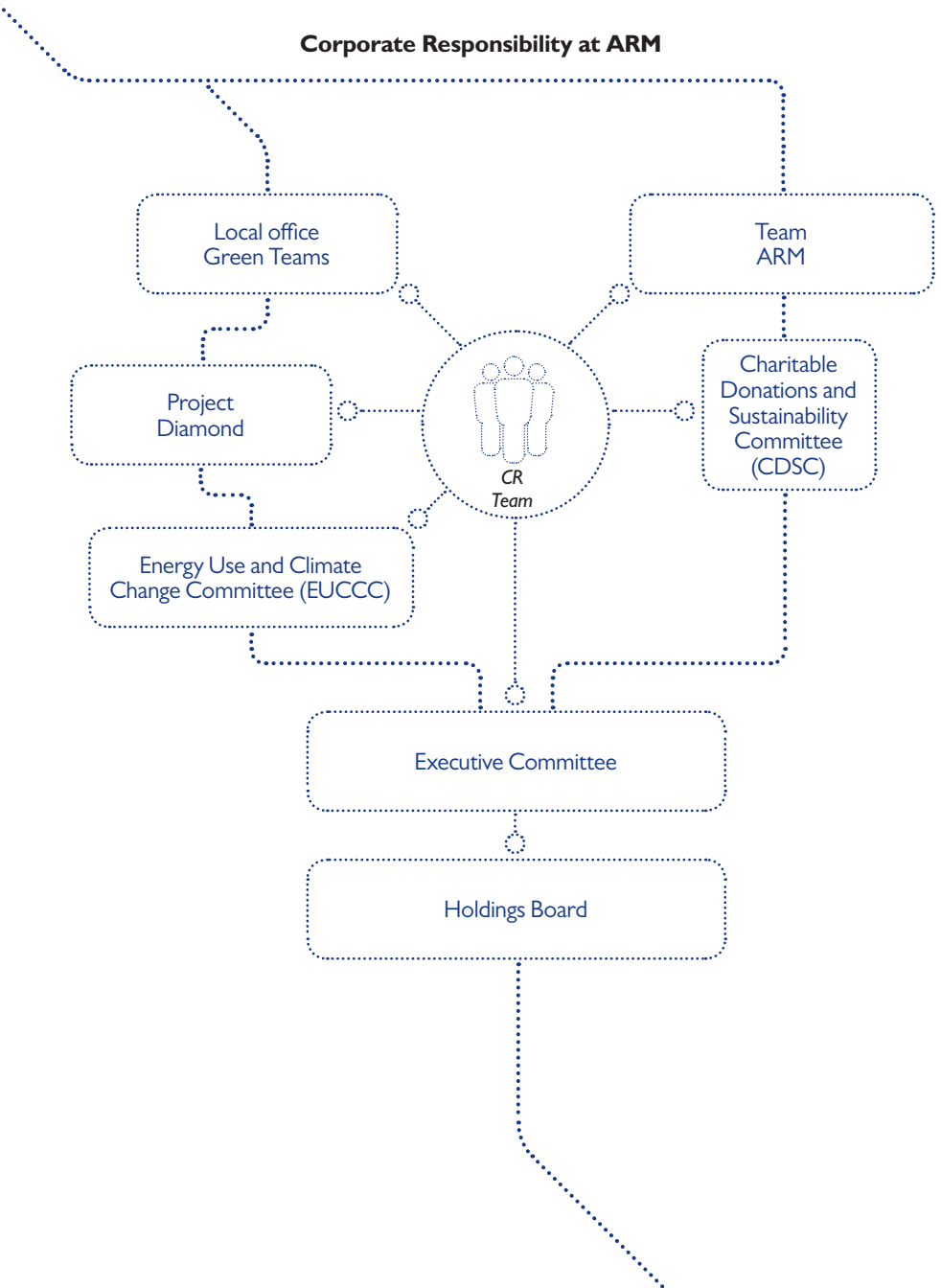
Five of our 11 directors are independent non-executive directors, meaning they are not employees, have not been employees within the last three years and do not have any business or consulting arrangements with ARM. The Chairman was regarded as independent at the date of his appointment. The Audit and Remuneration Committees are chaired by and composed of independent non-executive directors as required under the UK Corporate Governance Code.

All employees confirm each year that they have read and understood ARM's Code of Business Conduct and Ethics Policy. This policy is published on our website and outlines the expected standards of behaviour of all employees. It addresses areas of risk that ARM and/or its employees are most likely to face and includes anti-bribery and corruption measures and procedures as well as processes for reporting any illegal or unethical behaviour.

Suppliers are encouraged to abide by this policy in their own organisations. We scrutinise 100% of our divisions and functions for risks related to corruption on an annual basis. A risk register is maintained and actions to mitigate these risks are set and monitored by the Risk Review Committee which reports to the Board.

Read more about our governance processes and compliance at:
arm.com

Corporate Responsibility at ARM



How we manage CR issues

The Board has oversight of our sustainability and corporate responsibility strategies. Our local offices develop their own priorities within the framework established for the whole company. The associated committees such as the Charitable Donations and Sustainability Committee (CDSC) and the Energy Use and Climate Change Committee (EUCCC) ensure a good flow of information and ideas around the business.

Corporate responsibility issues are managed by the CDSC, which reports to the Executive Committee. The CDSC is responsible for implementing ARM's charitable, corporate responsibility and sustainability activities within the overall strategy and annual budgets approved by the Executive Committee and the Board. The CDSC, which meets quarterly, is chaired by the Director of Sustainable Development and other members are the Chief Operating Officer, the EVP Human Resources, the Company Secretary, the VP Finance, ARM Group and the Corporate Sustainability Co-ordinator.

The EUCCC includes key decision makers from relevant divisions as reducing our carbon emissions requires input from across the business.

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Whistleblowing procedures

ARM operates a whistleblowing policy which provides for employees to report concerns about any unethical business practices to senior management in strict confidence or, if they prefer, anonymously through an independent third-party telephone line. They can do so without fear of recrimination. There were two whistleblowing reports in 2012. Both were investigated thoroughly: one required no further action and the other was resolved by reinforcing existing policies.

Anti-bribery and Corruption measures

Our Code of Business Conduct and Ethics, which is available on our website, and the Company Rules incorporate appropriate provisions to meet our obligations under the UK Bribery Act 2010. An enhanced training and communication programme was developed during 2012 and is in place to ensure that employees understand the requirements of the Act and the reporting procedures. This is targeted at employees in roles or working in countries that are regarded as higher risk. Arrangements with contractors and suppliers have been and will continue to be reviewed and updated to reflect the requirements of the Act. The Compliance Committee oversees the reporting procedures and monitors and escalates reports in appropriate circumstances. There were no reports of concern during 2012.

Our work on human rights

The risk of human rights issues arising from ARM's business activities is minimal. However, we recognise the role of business in human rights issues and have signed the Universal Declaration of Human Rights. We are also taking part in discussions around the UN Ruggie Principles on Business and Human Rights.

Our employees are highly valued and their rights and dignity are respected. We aim to deliver equal opportunities for all our employees and do not tolerate any harassment of, or discrimination against, our workforce.

ARM has integrated relevant human rights principles into its policies for employees and contractors. These include: the Grievance, Equal Opportunities and Prevention of Bullying and Harassment Policies and the Contractors Handbook. Management systems for our supply chain will be included in the new Human Rights policy and process being drafted at present, although no issue has arisen to date. All ARM's policies have related processes to ensure that incidents are addressed, monitored and recorded and we would disclose any human rights related incidents should they occur. To date there have been none.

Planning for business continuity

ARM's partners expect us to be a 100% reliable part of their supply chain and therefore we take business continuity seriously, so that no matter what happens, we are open for business as usual.

ARM has developed an independently audited Business Continuity Management System (BCMS), following best practice as defined in international standard ISO22301. Operations in every department have been analysed so that we understand which activities are critical to our products and services. This information has been used to develop Business Continuity Plans (BCPs) for all of our operations worldwide.

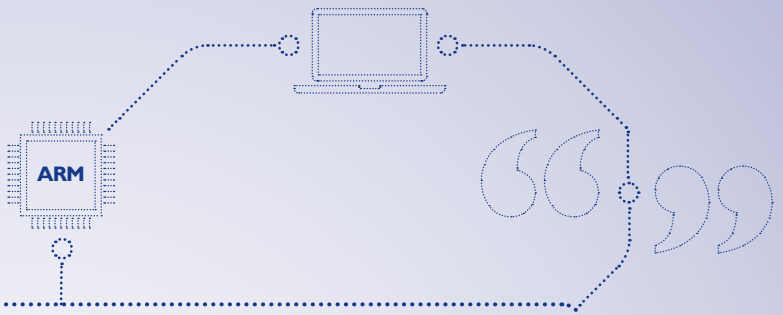
BCPs are designed so that ARM can continue critical activities and provide the facilities and infrastructure needed to reinstate business operations as quickly as possible after an event affecting our operations. These plans are designed to protect the interests of ARM's stakeholders and in particular employees, property and other assets. A detailed gap analysis was undertaken during 2012 and further improvements are expected during 2013 to ensure that the BCPs improve and evolve with changing circumstances.

ARM's position on conflict minerals

ARM takes the issue of conflict minerals very seriously. The electronics industry often comes under scrutiny regarding the use of "conflict minerals" within the supply chain. The revenue from mining these minerals (gold, tantalum, tin and tungsten in particular) can contribute to fuelling human rights atrocities in some areas of armed conflict, most notably the Democratic Republic of the Congo.

The components of consumer electronics that require the use of such minerals are not those that ARM designs. Therefore the issue of conflict minerals does not apply to our products directly. However we recognise that, within our System Design Division, a small number of tools and development boards are produced which require the use of gold and tin. In these cases, we deal only with reputable, established suppliers who are committed to eliminating minerals sourced from conflict zones from their component manufacture.

ARM'S PARTNERS EXPECT US TO BE A 100% RELIABLE PART OF THEIR SUPPLY CHAIN AND THEREFORE WE TAKE BUSINESS CONTINUITY SERIOUSLY, SO THAT NO MATTER WHAT HAPPENS, WE ARE OPEN FOR BUSINESS AS USUAL.



WE DEVELOP AND DEPLOY ENERGY-EFFICIENT TECHNOLOGY. TOGETHER, WITH OUR ECOSYSTEM OF LEADING COMPANIES, WE ARE CREATING TECHNOLOGY THAT IS CONNECTING THE WORLD.

In this section

WE DESIGN FOR A BETTER FUTURE

Growing wealth and opportunity around the world has meant that more people are demanding access to the internet and related technologies. We want to help ensure that these demands can be met in a way which uses energy efficiently. In 2012 we introduced some new technologies which are central to achieving this.

To find out more, visit:
www.thinkbiglittle.com

ARM processor-based chips shipped

8.7bn

Using the right processor for the task with big.LITTLE

2012 saw the introduction of our new Cortex-A-50 range of processors for use in tablets and smartphones. The Cortex-A57 is our most advanced high-performance applications processor. The new Cortex-A53 is the most power-efficient ARM applications processor to date. It is also the world's smallest 64-bit processor. The Cortex-A57 and Cortex-A53 processors will push the boundaries of what is possible within a mobile power budget.

These processors can operate independently, or be combined in what we have called "big.LITTLE" processing – an innovative technique whereby multiple processors are deployed on a single chip. By moving tasks between the different sized processors within the chip, the big.LITTLE approach means the right processor is used for the right task. This provides customers with an improved battery life as well as increased performance.

For example, imagine you are using a tablet to look at your email and browse the internet. In this scenario, the LITTLE processor will be running and using minimal power. You then decide to send a video of your children to their grandparents. So you edit it first and the big processor kicks in to power the process. Then you go back and attach it to the email, so big hands back over to LITTLE. All this happens seamlessly.

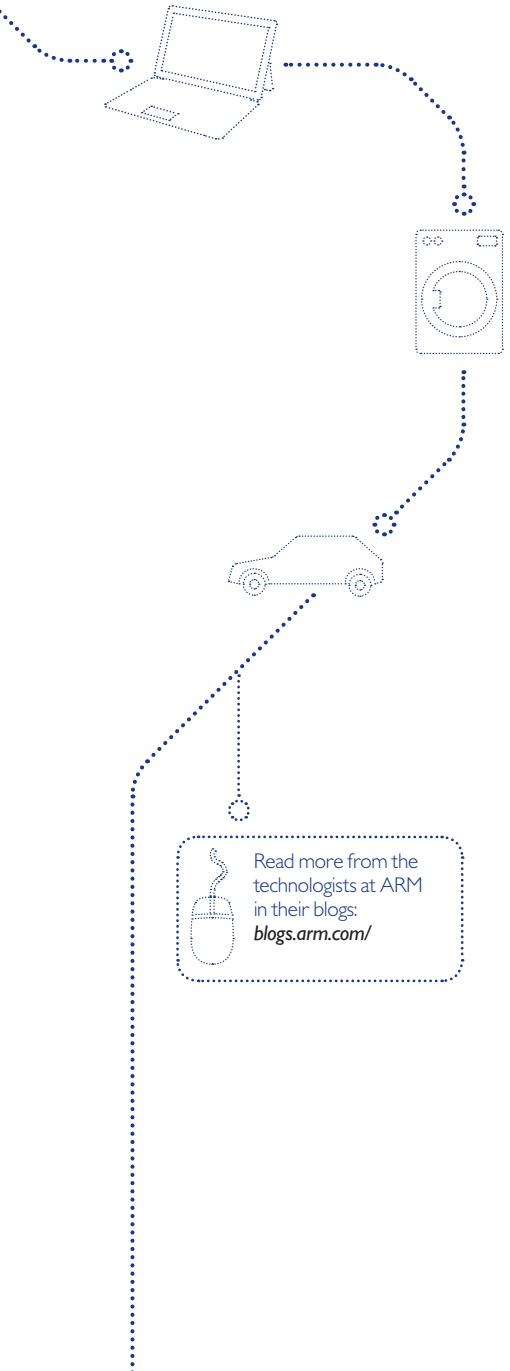
Internet of Things and Cortex-M0+

The Internet of Things (IoT) is a way of saying that every object will soon have connectivity. This connectivity allows objects the capability to gather information about themselves and their surroundings and transmit this data to someone or something else. As an example, it could allow any device running on electricity to coordinate its power consumption with other devices in the home or workplace and thereby use as little energy as possible overall.

To some extent, the IoT is already happening around us. In particular, it can be found in the areas of logistics, energy and motor vehicle maintenance. This has the potential to help use energy and natural resources more efficiently, manage our cities, and monitor health more effectively.

Essential to the wider success of the IoT will be the supply of reliable, long-lasting, low-power microsensors. One of our other new products launched in 2012 was the Cortex-M0+ processor, the world's most energy-efficient microprocessor, enabling the development of ultra low-power, low-cost microcontrollers for intelligent sensors and smart control systems. The Cortex-M0+ will be deployed in a huge range of applications including home appliances, medical monitoring, metering, lighting and power control devices.

The Cortex-M0+ consumes around one-third of the energy of alternative processors available today. This means it has huge potential to help create a sustainable IoT in the future.



Read more from the technologists at ARM in their blogs: ***blogs.arm.com/***

Making servers more energy-efficient too

Smartphones and tablets are now the primary computing platforms for many people – always on, always connected and always with you. This shift, paired with the Internet of Things, will increase internet traffic and therefore demands on data centres. Many providers are now looking for lower power technology to address this issue. In 2012, Dell and HP started shipping ARM-based servers. HP's Moonshot program focused on delivering on the promise of extreme low energy servers. This includes a Houston-based Discovery Lab and the Pathfinder program with the goal of accelerating the development of software for deployment on these server platforms. HP cites the potential of the ARM-based server architecture solution to use 89% less energy, 94% less space and 63% less cost than traditional options. ARM is also partnering with the Carbon Trust on a project to model the global energy and carbon reduction potential of introducing low-powered ARM chips into computer servers.

Our role goes beyond design

Great design isn't enough. The relationships we have and how we conduct them are vital to our continuing success.

Monitoring customer satisfaction to improve our performance

Satisfied customers are the foundation for a successful business.

We need to know how satisfied our customers are with doing business with ARM, with our products and with the customer support we offer. Only with this understanding can we build our plans to improve.

To monitor customer satisfaction, ARM synthesises the interactions we have through our business operations and combines this with feedback from formal customer support satisfaction surveys. We focus on particular key performance indicators: overall satisfaction, on-time delivery, product quality and support response times.

This information is reviewed by management and used to resolve any existing issues and implement process improvements to minimise repeat problems. Through continued assessment we aim to ensure that lessons learned are fed into product development and deployment processes.

Marketing and communicating responsibly

We must be clear, fair and complete in the way we market our products.

This is why ARM's Code of Business Conduct and Ethics requires full, understandable, and accurate information in our public disclosures as well as complete compliance with all applicable laws and regulations. Our corporate policies prevent sponsorship of illegal activities or those that violate equal opportunity and discrimination laws. In 2012, there were no incidents of non-compliance with regulations or voluntary codes concerning marketing communications and promotion.

With regard to shareholders, the Company's Disclosure Committee, consisting of senior management, monitors disclosure of ARM's financial condition and results of operations.

We contribute to Public Policy Discussions

We want to help address the policy and regulatory issues around the digital economy. This is so that the digital economy can continue to grow to the benefit of consumers and society at large.

2012 saw ARM start to work on relevant public policy issues across the globe, with the recruitment of a VP Public Affairs. Our broad objective is to help address some of the policy and regulatory issues around the digital economy, so that it can continue to grow to the benefit of consumers and others stakeholders.

Some of the issues we are engaged with are:

- Data protection and privacy and online security, all of which are key to maintaining consumer confidence in the Digital economy.
- Public policy issues around introduction of smart meters and cloud computing.
- Smart cities/communities. We are looking at how best to contribute our expertise to pilot projects designed to test some of the issues around the development of better connected communities.

Our engagement on these questions will help us keep in touch with a variety of stakeholders including civil society, other companies in our ecosystem and international policy makers.

ARM, THE SMART ELECTRONICS INITIATIVE AND CALIFORNIA: CHANGING HOW ENERGY EFFICIENCY INNOVATION CAN BE DONE

We started the Smart Electronics Initiative in 2010 to reframe how policy-makers in California and the wider United States see consumer electronics companies – as innovators and partners in reducing energy use and resultant greenhouse gases.

California has a long history in the United States of pushing energy innovation and being the high-tech epicentre. Rarely are consumer electronics companies seen as innovators in this arena.

In reality, it is clear that this is nothing further from the truth and we needed to get directly to the companies leading the charge. This led to reaching out to clear innovators like ARM, Marvell, ON Semiconductor, Google, Belkin and others that are active leaders in making energy innovations in products (for example, set-top boxes and servers), the software in these products, or gadgets outside the devices that reduce energy use.

In working with ARM, we have found not only a vocal advocate and leader for promoting energy efficiency in all types of gadgets, but a network of other companies working to achieve similar goals. ARM is always looking for ways to engage other companies in our joint initiatives to promote energy efficiency opportunities. This is the only way policy-makers will see a new wave of companies they should support through policies and additional incentives to achieve enhanced energy savings. In addition, where else can you hear a company executive start a talk at its largest sponsored trade event – ARM TechCon 2012 – with a focus on climate change and sustainability.

In 2013, we will be leading an energy efficiency conference with the state to highlight ARM and its partners, targeting new R&D and innovation opportunities for leaders in energy efficiency and ensuring California's upcoming electronic standards' process incorporates the most innovative technologies.

Tony Brunello
CEO Smart Electronics Initiative

Read more at:
www.smart-electronics.org

smart electronics initiative

WE ARE GROWING RAPIDLY, AIMING TO ATTRACT THE BEST TALENT FROM ACROSS THE WORLD. WE CONTINUE TO INVEST STRONGLY IN OUR PEOPLE, FOSTERING A CULTURE THAT ENCOURAGES THOUSANDS OF EMPLOYEES TO CONNECT, COLLABORATE AND CREATE.

In this section

WORKING AT ARM

Companies often claim that employees are their greatest resource. In our case it happens to be true. ARM's success relies upon a motivated, innovative and highly-skilled workforce working in an efficient, friendly working environment. Maintaining this is our aim.

TO SUSTAIN ARM'S SUCCESS, WE NEED STRONG INTERNAL NETWORKS AND A COMPANY CULTURE THAT IS MAINTAINED AT ALL LEVELS OF THE BUSINESS.

We must attract and retain the best talent globally. So employee welfare and investment in our people are amongst our top priorities. Innovation and personal development are two of our core company values. Over 80% of our people are educated to degree level or higher (over 40% holding a Masters).

During 2012 we hired 465 new people. This represents 19.5% of the workforce, a net increase of 11.5%. In the last three years headcount has increased by 40%, reflecting our business growth. Such growth poses challenges, for example ensuring that new recruits get the support they need to integrate into the team.

We focused hard on graduate recruitment in 2012. This is part of our long-term growth and scalability strategy. Each year, we run a two-week Global Graduate Conference, so our new graduates can become more effective more quickly. We offered over 100 summer and industrial placements to current university students.

Staff turnover for 2012 was 8%. Although low, we are not complacent. Losing people means losing knowledge. Through efforts to share knowledge across teams, and through good succession planning, we can reduce the impact of turnover.

We listen to our employees

Every other year for the past decade we have run a global survey to understand how engaged our people are with the company and their work. We gather their feedback on how we are doing. This way we can look at areas where positive change would improve our employees' experiences. The last main survey was in 2011, which saw the overall employee engagement figure rise to 88%.

In those years that we are not conducting a full survey, we run an interim survey which contains a subset of the questions focusing on the key drivers of employee engagement. In 2012 we added questions on knowledge sharing and internal communications, the results of which will inform our internal communications strategy.

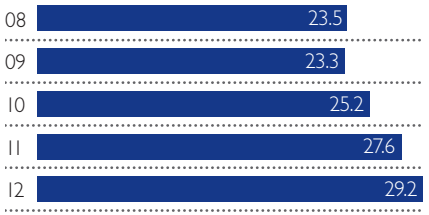
The interim engagement score for 2012 was 88%. This shows engagement remains high across the organisation. For areas where the positive assessment numbers were lower than expected, investigation into the cause is taking place so that we can identify areas for action in 2013.

We like to communicate

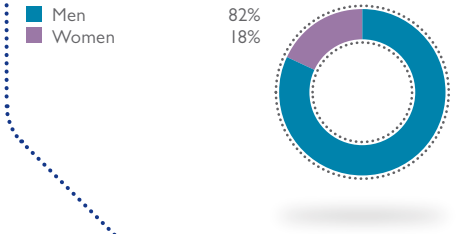
At ARM we emphasise cross-company communication, thinking and decision-making. We do this through multi-directional communication and knowledge sharing.

In addition to traditional top-down communications, we also provide ways for employees to give feedback such as the global employee opinion survey and our Open Door policy. These are important to our culture of open and honest communication at all levels of the organisation. We also encourage employees to share their knowledge with each other through a variety of channels.

ARM average hours training per employee



Gender split – Board



We help employees connect

It is important for new starters to find their feet and feel part of ARM. To aid this we make sure all new employees receive a full induction and have opportunities to network with others around the company. It is not only new starters that need to be given the opportunity to connect with others and create a network – it is beneficial for everyone.

Face-to-face interactions remain one of the most effective means of sparking new ideas and enabling innovation, so we aim to provide every employee with the opportunity to attend at least one networking event a year. There are regular cross-company engineering and functional conferences as well as many employee-led initiatives. These are all aimed at bringing people together who might not otherwise meet in their day-to-day work.

2012 saw our largest ever Global Engineering Conference, with 250 employees from different divisions and countries spending a week together, learning about the latest technology advances and building relationships. We intend to increase the number of participants to 350 in 2013. The Global Graduate Conference (GGC) was also the largest to date with 117 new ARM graduates brought together for two intensive weeks of learning and networking with each other and with key business leaders.

These internal events, coupled with the variety of communication channels discussed above, mean that ARM employees can connect, collaborate and create the ideas and IP that make ARM successful.

Cultivating growth and development

We encourage each individual to work on their personal development by using a blend of formal training, education, reflection, feedback, experience and on the job training. We use mentoring, higher education assistance, leadership programmes, technical training, on-line reference and learning and rotation programmes.

Every employee has the opportunity for regular and comprehensive feedback on his or her job performance. Our Feedback and Development System (AFDS) process identifies gaps in employees' abilities so that we can provide training or other appropriate support. In 2012, 100% of employees received formal AFDS reviews.

All managers within ARM are required to accept our Management Charter which outlines key behaviour expectations required to nurture and support staff so that they achieve their potential. Amongst other things, the Charter specifically states that managers should behave ethically and manage their team in an environmentally and socially responsible manner.

ARM faces a challenge in creating a balanced gender split within its team. Of all the electrical engineering undergraduate entrants in the UK, only 5% are women who go into electrical engineering roles. Against this background, during 2012 11% of ARM's engineering graduate recruits were women. The gender diversity of the workforce as a whole is 17% female and 83% male. The gender split of the board is 18% female and 82% male.

We hire employees based on their qualifications and experience regardless of gender, religion, race, nationality or political affiliation. Our employment policies are well-defined to ensure candidates and employees are treated equally in recruitment, promotion, personal development and reward.

The same benefits for everyone

We provide the same benefits to full and part-time staff globally. Where appropriate, benefits for part-time employees are calculated on a pro-rata basis – for example, holidays and equity.

Temporary workers (i.e. workers on fixed-term employment contracts usually between 8 weeks and 12 months) are provided the same benefits as permanent or indefinite employees where practical. Temporary workers receive the same entitlements to holidays, sick leave and maternity/paternity leave. The only benefits that are not provided to temporary workers are benefits that reward length of service.

CREATING LEADERS

As ARM continues to evolve, leadership plays an increasingly important role at many levels by aligning people, purpose and performance. Feedback from the 2009 Global Employee Opinion Survey underlined the importance of developing well qualified leaders. To achieve this we developed the ARM Leadership Programme (ALP).

ALP is a global, structured leadership development programme with three objectives: to support leaders so that they excel in their current roles; to ensure they understand and adhere to our Management Charter and to prepare them for future leadership roles.

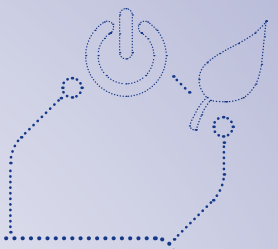
ALP is for all ARM employees who hold a leadership role whether it is technical leadership, division oversight, direct line management or project supervision. There are three ALP levels: Leading Others, Leading Leaders and Leading Organisations.

The programme recognises that leaders come in many forms. It encourages leaders to develop self awareness about their actions and impact through workshops, webex sessions, action learning groups, mentoring, and formal self-awareness tools.

ALP is more than just a training course – it is a programme designed to encourage a change of mindset. Leaders play an important part in embedding a culture of continuous development.

We believe that we are already seeing some positive impacts of ALP. Figures from the Global Employee Opinion Surveys show that our leaders feel more confident in their ability to lead, and employees consider their leaders more likely than in the past to be in tune with our values. We expect further increases when we run the full Employee Engagement Survey in 2013.

84% OF EMPLOYEES BELIEVE THEIR MANAGER ACTS IN ACCORDANCE WITH ARM VALUES – AN 8% INCREASE FROM 2009.



WE ARE AN ENVIRONMENTALLY LOW-IMPACT BUSINESS. NEVERTHELESS, WE CONTINUE TO MAKE EFFORTS TO MINIMISE OUR ENVIRONMENTAL IMPACT BY MONITORING OUR PROGRESS AGAINST OUR 2020 TARGETS.

In this section

ARM'S ENVIRONMENTAL MANAGEMENT

We are an environmentally "Low Impact" business according to the Ethical Investment Research and Information Service (EIRIS).

WE MONITOR OUR ENVIRONMENTAL IMPACTS AGAINST A SERIES OF TARGETS THAT EXTEND TO 2020.

Even so, we aim to drive energy reduction across our business operations. We have undertaken an analysis of all our business operations to look at areas where we can reduce our environmental impacts. We are monitoring those impacts against corporate targets set for 2020.

We had three specific aims for 2012. The first was to utilise the ARM Buildings Standard for all new offices, sites and relocation projects. In carrying out office fit outs in 2012, we conducted careful prior analysis and consulted employees to maximise the efficiency we could gain from the space without increasing our buildings' environmental impacts. This also involved taking account of the impacts of the materials we used, such as water-based paints, reduced oil content floor finishes and low energy lighting. We partnered with other companies to install energy-efficient ARM-based technology in our offices in Cambridge and San Jose to help with lighting control and temperature monitoring.

In addition, having decided that we needed our own dedicated data centres to cope with the expected increase in demand for high performance computing, we set out to understand how we could achieve this whilst minimising any negative environmental impact. Within the year we built a highly energy-efficient data centre at our Cambridge office. This has set an example for our future data centre construction projects.

Our second aim was to review our business flights. The EUCCC carried out an initial assessment of our flight data and travel policies, which improved our understanding of the issues. As a global company, we inevitably have operations and customers in many parts of the world. We believe therefore that there is unlikely to be scope for significant reductions in our flights. Nevertheless, we will continue to monitor our programme, including involving consultation with external experts.

Our final aim was (i) to improve our data collection process and (ii) to investigate the feasibility of collecting global data on water use and waste. On (i) we increased the frequency with which we collect our environmental data, which means that we have a more up-to-date picture of our actual energy consumption and environmental impact. On (ii), the investigation into our waste confirmed that we produce negligible quantities of waste. Water is utilised only within office facilities and therefore also has a very low usage. We concluded therefore that there is little value in collecting this data regularly, but we will be reviewing our position as the company grows.

We have also worked on how to assess our data in light of the new Quoted Companies Greenhouse Gas Emissions (Directors' Reports) Regulations 2013 where quoted companies are required to report their annual emissions in their Directors' report. We are confident of compliance with these new requirements and are joining the Carbon Disclosure Project in order to get more involved with how policy is developing and understanding how we can further improve.

Our medium-term emissions reduction targets

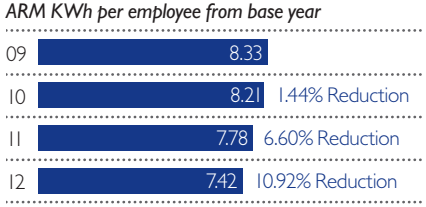
In 2009, we set the following ambitious targets for low carbon business operation:

- 30% emission reduction in tonnes of CO_2 emission per employee by 2020; and
- 15% energy use reduction measured in KW hours per employee by 2020.

These targets represent a considerable reduction in our two key environmental impacts, data centres and air travel. As mentioned above, they are ambitious for a business which has operations across the globe requiring frequent air travel by many members of staff.

Since we set our baseline in 2009, we have achieved a 7.6% reduction in tonnes of CO_2 emission per employee across ARM globally.

Alongside this reduction, there has been a 10.9% reduction in the KWh per employee across ARM globally.



How we manage our environmental impact

EUCCC

Our Energy Use and Climate Change Committee (EUCCC) includes key decision makers from relevant divisions. This ensures that those expected to execute the decisions around carbon reduction were also involved in making them. Our Global Property Director, a new role, chairs the committee which also includes our Chief Operating Officer and Head of Procurement. The EUCCC is now in a position to address our ambitious carbon reduction targets and is confident of making further progress over the next twelve months.

Project Diamond

This group met monthly in 2012 and consisted of representatives from a number of functions across ARM, such as Facilities, Purchasing, HR and Internal Communications. The meetings were used to monitor ongoing and planned activities to achieve ARM's corporate carbon emissions reduction targets. Towards the end of 2012 the purpose and membership of this group changed as a result of changes to the EUCCC. Starting from 2013, Project Diamond will meet twice a year and act as a mechanism for Local Green Teams and the EUCCC to communicate. A representative from each Green Team and the EUCCC will attend.

Local Green Teams

Local Green Teams provide a forum for a variety of locations around the world to help drive our environmental agenda.

For example, a new team was formed in 2012 in San Jose. They have already implemented a waste policy where everything can be sorted into wet or dry waste allowing the waste collection authorities to maximise the amount composted and recycled.

In Austin, the team organised a hugely successful Bike to Work Month in May 2012, encouraging employees to leave their cars at home and use a more environmentally friendly way to commute to the office. Austin also hosted many Lunch and Learns to encourage employees to take on more green initiatives at home.

LEADING THE WAY IN LOW POWER DATA CENTRES

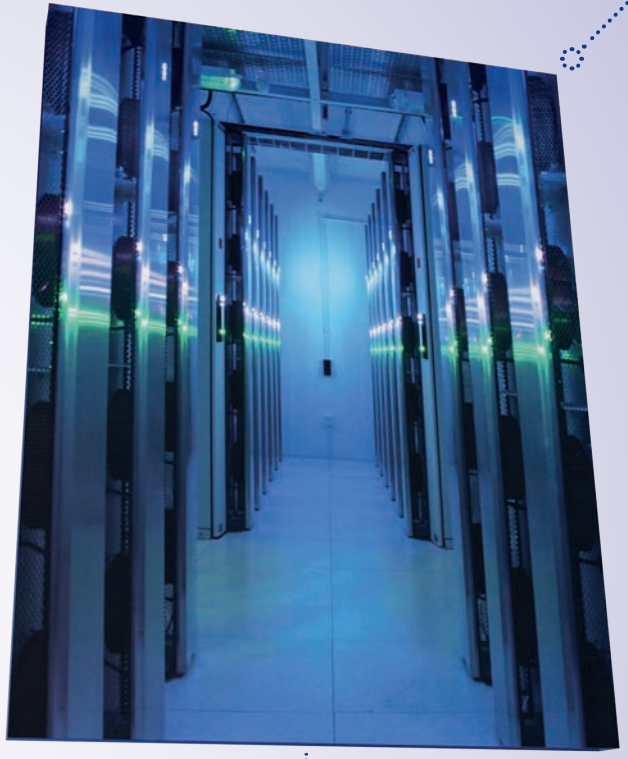
As demand for the development of new ARM IP and innovation increases, there is a growing need to provide more data centre capacity. The new data centre built at ARM's Cambridge campus in 2012 is a good example of how ARM's low-power and sustainability ethos extends throughout our business activities. Specified to incorporate best practice solutions, the data centre has been recognised for its environmental credentials.

The 1.5MW data centre is part of our critical engineering design and test infrastructure. The facility has a projected annualised efficiency ratio (PUE) of below 1.1, representing one of the best efficiency ratios possible.

A major reason that data centres require a great deal of power is that they need to be cooled to keep the temperature at a level at which the equipment can operate. Traditionally, data centres use power hungry cooling techniques. Rather than doing this, our data centre uses the ambient air outside. This significantly reduces the power needed to run the data centre.

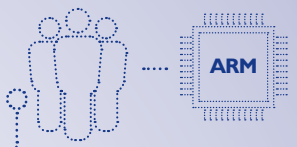
Another way we reduced the environmental impact of the facility was to remove the need for huge batteries. If the power supply to our Cambridge site is lost, we have in place a flywheel-based UPS solution, instead of batteries, to carry us through until the backup generators are powered up.

ARM was very pleased to have commissioned the first data centre in the world to be awarded the Certified Energy Efficient Data Centre Award's (CEEDA) Gold certification following CEEDA's external audit process. The data centre has been recognised across the industry as one of the most efficient data centres in the world, also winning the European Data Centre of the year 2012 and the UK IT industry award for Best Data Centre Project in 2012. Our Cambridge data centre will set the standard for all ARM's future data centres and demonstrates our company-wide commitment to energy efficiency and carbon reduction.



ARM's new data centre is the first in the world to be awarded the CEEDA Gold certification for its energy efficiency.

> OUR AIM WAS TO PROVIDE SCALABLE COMPUTING POWER WITH THE LOWEST ENVIRONMENTAL IMPACT POSSIBLE.



WE ARE HELPING COMMUNITIES THRIVE BY TAKING A STRATEGIC APPROACH THAT USES OUR EXPERTISE AND TECHNOLOGY FOR SOCIAL BENEFIT.

In this section

ARM'S PROJECTS IN THE COMMUNITY

WE WORK COLLABORATIVELY WITH OUR CUSTOMERS, LOCAL BUSINESSES AND THIRD SECTOR ORGANISATIONS ON OUR COMMUNITY PROGRAMMES.

We support programmes that tackle the issues most important to us. We have defined four areas to concentrate our project work: Science, Technology, Engineering and Mathematics education (STEM), ICT for Development, Environment Projects, and Local Community support.

Inspiring the next generation of engineers

We support a range of education initiatives designed to inspire and encourage future generations to get involved in STEM subjects including Engineering Education Scheme, Go4Set, Wise Up and UK Engineering Skills Foundation. ARM actively encourages its staff to get involved in local computing and STEM activities, creating an environment where participation is seen as an opportunity for personal development. We also support national schemes which have a focus of either increasing social mobility (Villiers Trust) or promoting engineering excellence (Arkwright Scholarships). During 2012 we have expanded these long-running activities and initiated new projects which we believe have the potential to make a significant impact during 2013.

Two of the projects aim to address a growing concern that children and young adults are not getting enough exposure to computer programming and are therefore not developing the necessary skills to be technology leaders of the future. ARM has entered into a partnership with Code Club and the Raspberry Pi Foundation to foster a long-term improvement in the abundance of ICT talent in the UK by inspiring and encouraging the development of skills in Computer Programming and STEM subjects from an early age.

Code Club offers primary school children the opportunity to learn the basics of programming through a fun and interactive environment called "Scratch" (developed by the Massachusetts Institute of Technology). The clubs are typically run by technology sector volunteers alongside school teachers.

Learning to code doesn't just mean students learn how to become programmers. The practice of programming strengthens problem-solving skills and logical thinking, supporting key academic subjects such as science, maths and technology.

Code Club aims to create clubs in 25% of schools across the UK by the end of 2015 and ARM is committed to helping them achieve this goal through financial and mentoring support as well as championing the concept to government, schools and across the UK technology sector. During 2013, ARM plans to work in conjunction with Code Club to expand the range of educational materials to include more advanced programming languages such as Python and to develop a specific project for the low-cost Raspberry Pi computer. A group of enthusiastic employees has already stepped up to the challenge and is in the process of forming 12 Code Clubs in schools local to ARM offices.

The Raspberry Pi Foundation is a charitable organisation aiming to "promote the study of computer science and related topics, especially at school level, and to put the fun back into learning computing." During 2012, the Raspberry Pi Foundation launched a low-cost single board computer named the Raspberry Pi targeted at the hobbyist and education market. To help the Raspberry Pi Foundation achieve its goal, ARM offered financial support in the form of working capital, as well as placing a senior member of the ARM staff on part-time secondment to the foundation, and is also a member of the board of the wholly owned trading entity of the charity.

Literacy Bridge develops low-cost technology aimed at alleviating poverty. ARM and Literacy Bridge are entering into a three year partnership.

Supporting technology for the developing world

We support initiatives where information and communication technology is used to help enhance livelihoods in developing countries. To try to understand how technology might be designed more appropriately for people in developing countries, we have formed a partnership with Inveneo, a NGO focused on delivering appropriate technology to the developing world. One of the issues they are addressing is why ICT fails to work effectively in some developing countries. Our hope is that, following their analysis, the issues can be better understood and more appropriate technology developed.

We have also partnered with Literacy Bridge, an organisation aiming to reduce illiteracy and improve the lives of impoverished people. With the help of the University of Michigan, Literacy Bridge has been developing technology using ARM designs that can deliver a specific set of functions at the right price point for a device called Talking Book. Talking Book is a programmable audio computer that shares locally-relevant knowledge and improves literacy. At present, Literacy Bridge is focusing on poor subsistence farming communities in Northern Ghana. The next generation of the device will achieve greater functionality at a lower cost and Literacy Bridge hope to expand their programme into areas such as health and education and also to other countries. Our partnership comprises financial support, in-kind support, partner ecosystem support, employee engagement, and cross-promotion.

Collaborating to improve energy efficiency

We are supporting a variety of research avenues to help better understand how our technology and, in some cases, our ecosystem, might be able to support a more energy-efficient future.

For example, we have been collaborating with ACEEE (The American Council for an Energy Efficient Economy) for the past couple of years, most recently on the development of their 2012 Intelligent Efficiency report. Through this work, a major gap in the body of research on smart energy has been identified. Although there has been some research on the potential impact of smart grids and smart meters, very little focus has been given to smart appliances. ACEEE is facilitating research into the "network effect", or step change, in efficiency that is likely to be the result of the increasing number of smart appliances focused on reducing energy consumption. ACEEE will be bringing together experts in a variety of fields to try to help quantify how significant smart appliances will be in achieving a sustainable energy future.

To find out more visit:
www.inveneo.org
&
www.literacybridge.org
&
http://aceee.org/research-report/e125

Getting involved with local communities

As a global company, it is important that we are able to support our local communities in all of our locations. We recognise that the needs of each community are different and so we build relationships at a local level and encourage each office to allocate support to local charities or community outreach projects.

ARM is particularly interested in supporting new ideas, helping financially and providing expertise at critical stages for new charities and programmes. We started this approach in 2011 for the Future Business Centre, a social enterprise and clean tech incubator based in Cambridge. We are now helping three new charitable initiatives and two social businesses get started in the US and the UK.

Read more about the work of Future Business at:
www.futurebusiness.co.uk

futurebusiness CENTRE

Employee charitable fundraising though Team ARM

Some of our charity support is achieved through Team ARM, the global team building and charitable fundraising employee network. Local employee groups plan and run events designed to bring together employees across the business to have a positive impact on society.

With Team ARM, any employee can come forward with an idea or offer to support an event. This leads to a truly diverse set of events each year and directly benefits a range of charities and community groups. Sporting events such as bike rides, races and hikes are popular. To balance this, there are also charity concerts, food and clothing collections, blood drives and photo competitions. 2012 was a successful year for Team ARM with more offices forming Team ARM groups. This resulted in over 20% of the global workforce taking part in an event. Team ARM also surpassed the charitable fundraising target of £100k across the year – thanks to the efforts of employees and donation-matching from ARM.

Team ARM is a programme that helps strengthen our values and culture whilst raising funds for charities through employee-led events. 2012 has been a great year, raising over £100k through employee led activities, helped by matched funding from ARM.

ACEEE AND INTELLIGENT EFFICIENCY

Neal Elliot
Director of the American Council for an Energy Efficient Economy

ACEEE
American Council for an Energy-Efficient Economy

ACEEE has worked with ARM for a couple of years. One of the first areas of mutual interest was the concept of how adding intelligence into energy-use appliances could improve their efficiency. ARM was an early supporter of the idea that ACEEE should convene a group of experts from the energy efficiency and information technology communities. The goal was that they should lead an effort to define the phenomenon that came to be known as *intelligent efficiency*.

In 2010, ACEEE brought together a group to work on the concept and develop a report for policy makers. Over the intervening 18 months, the advisors working with ACEEE staff, characterised IE as a systems-based, holistic approach to energy savings, enabled by information and communication technologies and user access to real-time information.

Intelligent efficiency differs from component energy efficiency in that it is adaptive, anticipatory, and networked. Opportunities for *IE* exist along a continuum, where technology and human behaviour sit at either end. Options to optimise a system range from aiding people to make better decisions to taking them out of the loop entirely. Increased "intelligence" along this spectrum of technology and behaviour falls into three broad categories: people-centred, technology-centred and service-oriented efficiency.

The report and accompanying webinar presenting case studies of *IE* laid the foundation for ongoing efforts to communicate the importance of the project to policy makers. Efforts are now underway to quantify the benefits that can result from the deployment of *IE* in energy-efficiency programmes operated by governments and utilities, and to make a compelling case for policy makers to embrace wide-scale deployment of *IE*.

ARM and ACEEE are currently discussing the next phase of *IE* work as well as some research into the potential "network effect" brought about by connected smart appliances. We are looking forward to working with ARM on these important areas and finding out the true potential of technology in meeting the energy challenges ahead.

Progress on objectives

2012 Objective	Status	2012 Progress	2013 Objective
CR Commitment and Approach			
Enhance our CR strategy, initiatives and reporting through further collaboration with stakeholders and external experts.		The remit of the CDSC is broadening to become a CR Committee and the restructuring of the EUCCC has strengthened our ability to deliver our targets. Academic, industry and reporting experts have been engaged during 2012.	1. Complete the development of a CR Committee and its remit. 2. Demonstrate that we are keeping informed of the latest developments in CR.
Continue to assess the main areas of concern for our stakeholders and understand their impact on our operations to develop a material issues matrix.		External experts and stakeholders were engaged and helped develop our understanding of material issues.	1. Identify the three main areas of concern for our stakeholders.
Marketplace			
Develop at least two new collaborative CR projects with Partners.		We developed one collaborative project and have two further projects with Partners underway.	1. Progress the current collaborative projects. 2. Identify at least one new opportunity.
Develop cross-sector partnerships to assist technology projects that can alleviate poverty.		We developed programmes with both Inveneo and Literacy Bridge.	1. Continue to support Inveneo and Literacy Bridge. 2. Identify new areas that would benefit from our support.
Develop cross-sector partnerships to independently verify the potential benefits of ARM technology.		We developed research projects with ACEEE and the Carbon Trust.	1. Work with ACEEE and the Carbon Trust to deliver research of relevance to our industry. 2. Engage other Partners and sectors to enrich the quality of the current research.
Workplace			
Increase channels for employees to build social capital by improving internal communication and improving quality of our internal employee conferences.		Employee conferences have improved, as measured through increased attendance and positive feedback.	1. Monitor and improve internal communications.
Plan and implement a global programme of follow-up activities based on lessons learned from the 2011 Global Opinion Survey.		All major issues from the 2011 survey are being addressed.	This objective has been completed.

Progress on objectives

2012 Objective	Status	2012 Progress	2013 Objective
Environment			
Utilise the ARM Buildings Standard for all new offices, sites and relocation projects.		All office refits focused on efficient use of space and the environmental impact of materials.	1. Prioritise energy-efficiency in our new construction projects, primarily data centres.
Review our flight reduction programme.		The EUCCC carried out an initial assessment of our flight data and travel policies, which highlighted that there is unlikely to be significant scope for reduction.	1. Monitor our flight programme and consider advice from external experts. 2. Encourage the use of video conferencing equipment.
Further improve our energy data collection process and investigate feasibility of collecting global data on water use and waste.		We have improved our energy data. Our impact in the areas of water and waste is minimal.	This objective has been completed.
Community			
Continue to grow Team ARM – measured through the number of ARM offices with Team ARM groups and by employee participation levels.		We have achieved a sustainable participation level of above 20%.	1. Maintain a 20% or higher employee participation level. 2. Establish Team ARM in at least two more locations.
Develop Team ARM to encompass existing employee volunteering schemes, allowing us to extend the number and variety of opportunities available, and ensure that employees are aware of policies surrounding the process.		Following discussion with HR and employees, Team ARM has been separated from the HR volunteering programme.	1. Develop a global volunteering programme to better coordinate existing activities and to enable ARM to offer new opportunities.
Develop strategic relationships with particular charities to create long-term value for both the charity and ARM.		We have developed relationships with Literacy Bridge, Raspberry Pi and Code Club.	1. Maximise the potential of our new relationships. 2. Progress the objectives of each individual programme.
Explore social investment opportunities in relation to ICT for Development.		One social investment was made and a further considered, with a decision expected in 2013.	1. Continue to work with the existing companies. 2. Assess new opportunities as they arise.

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ARM

Contact

We welcome all feedback on our corporate responsibility approach and the report itself.

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More information available online at:
www.arm.com/reporting2012