

KULICKE AND SOFFA INDUSTRIES, INC.

CODE OF BUSINESS CONDUCT

《商业行为守则》

This Code of Business Conduct (this “Code”) of Kulicke and Soffa Industries, Inc. and its subsidiaries (“K&S”) provides a general ethical and legal framework for business practices and conduct to which all K&S employees, officers, and directors must adhere. Because this Code cannot address every issue that may arise, we expect that you will use your common sense, act prudently and with clarity of intention, and seek to avoid even the appearance of improper behavior in your daily interactions with K&S, your colleagues, and K&S’ customers, suppliers, and other business associates.

Kulicke and Soffa Industries, Inc.及其子公司 (“K&S”)的《商业行为守则》 (“本守则”)为所有 K&S 雇员、管理人员和董事必须遵守的商业惯例和行为提供了总体道德和法律框架。由于本守则不能解决所有可能出现的问题，我们期望您能够运用常识，谨慎且具有明确目的地行事，并在与 K&S、您的同事、K&S 客户、供应商和其他商业伙伴的日常交往中力图避免哪怕仅是疑似的不当行为。

K&S will not tolerate or permit retaliation of any kind for good faith reports of ethical violations. Any waiver of the requirements and prohibitions contained in this Code may be made only in accordance with the procedures set forth herein.

K&S 将不会容忍或许可对于违背道德行为的善意举报作出的任何形式的报复。对于本守则中包含的要求和限制的任何豁免只能按照本守则中规定的程序作出。

1. Compliance with Laws, Rules and Regulations

遵守法律、规则和法规

Obeying the law, both in letter and in spirit, is the foundation on which K&S’ ethical standards are built. You must respect and obey the laws of the cities, states, and countries in which we operate, and if a law ever conflicts with a policy in this Code, you must comply with the law. Set forth below are some of the laws, rules and regulations generally applicable to K&S with which you should become familiar and ensure compliance.

在字面意义和精神实质上均遵守法律是 K&S 道德标准建立的基础。您必须尊重并遵守我们经营地所在城市、州和国家的法律，如果某项法律与本守则中的政策有任何冲突，您必须遵守有关法律。以下是一般适用于 K&S 的某些法律、规则和法规，您应熟悉并确保遵守这些法律、规则和法规。

a) Insider Trading Prohibitions of the U.S. Securities Laws

《美国证券法》的内幕交易禁止

Employees, officers, and directors who are aware of material non-public information are not permitted to use or share that information for stock trading purposes or for any other purpose except the conduct of our business. “Material nonpublic information” is a legal term also

commonly referred to as “inside information.” Material information is any information that an investor might consider important in deciding whether to buy, sell or hold securities, such as information that could reasonably be expected to affect the price of a stock. Examples of certain types of material information are:

知道重要非公开信息的任何员工、管理人员和董事不得为了股票交易或除公司的业务行为外的任何其他目的利用或分享有关信息。“重要非公开信息”是一个法律术语，通常也称为“内幕信息”。重要信息是投资人在决定是否买卖或持有证券的过程中可能认为重要的任何信息，例如可能会对股票价格产生影响的信息。某些重要信息类型的示例如下：

- Financial results, forecasts and other similar information;
财务结果、预测和其他类似信息；
- Possible mergers, acquisitions, divestitures or joint ventures; and
可能的合并、收购、资产剥离或合资；以及
- Information concerning important product developments, major litigation developments and major changes in business direction.
关于重要产品开发、重大诉讼进展和业务方向重大变化的信息。

Information is considered nonpublic unless it has been adequately disclosed to the public. Examples of effective disclosure include public filings with the Securities and Exchange Commission and the issuance of K&S press releases.

除非已充分向公众披露，否则信息视为非公开信息。有效披露包的示例括向证券交易委员会公开备案和 K&S 发布新闻稿。

You must avoid trading K&S securities while aware of inside information and must be careful not to make this information available to others who might profit from it. Material non-public information should only be disclosed to those who need to know it and should not be discussed in public places. In addition, you must avoid even recommending that someone buy or sell securities of K&S because of material non-public information that you have, even if you do not disclose the specific information. This guidance also applies to trading in securities of other companies, including K&S’ customers, suppliers and other business associates when you obtain material non-public information about such companies by virtue of your position at K&S. In addition to the above insider trading prohibitions, you may never trade any options to sell K&S securities or sell short any of K&S’ securities under any circumstances.

如您知晓内幕信息，您必须避免交易 K&S 证券，且必须注意勿将这些信息提供给可能从中获利的其他人员。重要非公开信息应仅向有知悉必要的人员披露，且不应在公共场合讨论该信息。此外，您也必须避免因您掌握的重要非公开信息而建议某人买卖 K&S 的证券，即使未透露具体信息。本规则同样适用于其他公司的证券交易，这些公司包括 K&S 的客户、供应商和其他您凭借在 K&S 的职位获得关于其重要非公开信息的商业伙伴。除了上述内幕交易禁止外，在任何情况下，您不能进行任何期权交易以出售或卖空 K&S 证券。

If you have a question as to whether certain information is material or if it has been adequately disclosed to the public, you must contact the General Counsel and abstain from trading in K&S' securities or disclosing that information until you have been informed that the information is not material or has been appropriately disclosed.

如果您对某些信息是否为重要信息或是否已向公众充分披露存有疑问，您必须联系总法律顾问，且在获知这些信息并非重要信息或已适当披露之前，不得交易 K&S 的证券或披露这些信息。

Employees, officers and directors are reminded that they are subject to K&S' Insider Trading Policy, which provides more specific restrictions and guidance with respect to trading in securities of K&S. Executive officers and directors are also reminded that they have further restrictions on their ability to trade in K&S' securities.

员工、管理人员和董事知晓，其受到 K&S 《内幕交易政策》的约束，该政策就交易 K&S 证券规定了更详细的限制和指导。同时提醒，各执行官们和董事们在交易 K&S 证券方面受到更多的限制。

b) Data Privacy and Personal Data Protection

数据隐私和个人数据保护

We respect the privacy of all our employees, business partners and customers. Employees who handle the personal data of others must act in accordance with applicable laws and relevant contractual obligations. Collection, use and processing of personal data should only be for legitimate business purposes and access to such information should be limited to those who have a legitimate business need. Additional guidance and information on the handling of personal data are set forth in K&S' Global Data Protection Policy. This policy provides a general framework and sets out the requirements for ensuring that K&S collects, uses and processes personal data in a fair, lawful, transparent and secure way, whether locally or globally.

我们尊重所有雇员、商业伙伴和客户的隐私。处理他人个人数据的雇员必须按照适用法律和相关合同义务行事。收集、使用和处理个人数据应仅出于合法商业目的，且有权获取此类信息的主体应仅限于有合法商业需要的人。K&S 的全球数据保护政策中规定了更多关于处理个人数据的指南和信息。为确保 K&S 以公平、合法、透明、安全的方式在当地或全球收集、使用、处理个人数据，本政策规定了总体法律框架和相关要求。

c) Disclosure Requirements of the U.S. Securities Laws

《美国证券法》的披露要求

As a public company, it is of critical importance that the reports K&S files with, or submits to, the Securities and Exchange Commission be accurate and complete. K&S' senior financial officers and Chief Executive Officer are responsible for ensuring that information disclosed to the public is full, fair, accurate, timely, and understandable. They are ultimately charged with establishing and managing K&S' transaction and reporting systems and procedures to ensure that:

作为一家股票公开上市的公司，向证券交易委员会报备或提交准确而完整的 K&S

档案具有关键性的重要意义。K&S 的高级财务官员和首席执行官负责确保向公众披露充分、公平、准确、及时并且易懂的信息。他们最终负责建立并管理 K&S 的交易及汇报制度和程序，从而确保：

- Business transactions are properly authorized and completely and accurately recorded on K&S' books and records in accordance with U.S. Generally Accepted Accounting Principles (“GAAP”) and K&S' established financial policy and system of internal controls;
按照《美国公认会计准则》（“GAAP”）以及 K&S 的既定财务政策和内控制度，商业交易经过正当授权，并且完整而准确地记录在 K&S 的帐册和档案上；
- The retention or proper disposal of K&S' records are in accordance with established financial policies and applicable legal and regulatory requirements; and
K&S 记录的保留或妥善处理符合既定的财务政策以及适用的法律法规要求；以及
- Periodic financial communications and reports are delivered in a timely manner that facilitates clarity of content and meaning so that readers and users will quickly and accurately determine their significance and consequence.
及时递交内容和表意均清晰的定期财务资讯和报告，从而使读者和用户能够迅速而准确地判断其意义和结果。

To assist K&S' senior financial officers and its Chief Executive Officer in complying with the guidelines above, no person should ever misrepresent facts or falsify records. Further, any use of business expense accounts must be documented and recorded promptly and accurately. If you are unsure whether a certain expense is legitimate, ask your supervisor.

为协助 K&S 的高级财务官员和首席执行官遵守上述准则，任何人均不得歪曲事实或伪造记录。此外，所有经营费用账目必须及时准确地记录和证明。如果您不确定某项费用是否合法正当，请询问您的主管人员。

d) Trade Compliance and Restrictions

贸易合规和限制

We must comply with all applicable export, re-export, import, trade compliance laws and boycotts imposed by all countries in which K&S does business. . Such laws may restrict or prohibit us from engaging in certain business activities in specified countries, and with specified individuals and entities. These restrictions include, for example, prohibitions on interaction with identified terrorist organizations or narcotics traffickers. Sanctions for non-compliance can be severe, including fines and imprisonment for responsible individuals, and K&S may be prohibited from further participation in certain trade.

我们必须遵守 K&S 经营地所在国实施的所有适用的出口、再出口、进口、贸易合规相关法律和抵制规定。此类法律可能限制或禁止我们在特定国家以及与特定的个人和实体进行某些商业活动。这些限制包括禁止与已查明的恐怖组织或毒品贩运者来往。对于违规行为的制裁可能会很严厉，包括对责任人的罚款和监禁，且 K&S 可能会被禁止进一步参与某些交易。

e) Payments to Government Personnel

向政府人员支付款项

The U.S. Foreign Corrupt Practices Act prohibits giving anything of value, directly or indirectly, to officials of foreign governments or foreign political candidates to obtain or retain business. Illegal payments to government officials of any country are strictly prohibited. In addition, the U.S. government has a number of laws and regulations regarding business gratuities that U.S. government personnel may accept. The promise, offer or delivery to an official or employee of the U.S. government of a gift, favor or other gratuity in violation of these rules would not only violate K&S policy, but could also be a criminal offense. State and local governments, as well as foreign governments, may have similar rules.

《美国反海外腐败法》禁止为了获得或保持业务而向外国政府官员或外国政治候选人直接或间接地赠送任何有价值物品。严禁向任何国家的政府官员进行非法支付。此外，美国政府针对美国政府人员可能接受的业务酬谢制定了许多法规。向美国政府的官员或员工允诺、提供或递送违反有关规定的任何礼品、好处或其他酬谢不仅会违背 K&S 的政策，而且可能构成刑事犯罪。州及地方政府以及外国政府可能具有类似的规定。

We may be held liable for bribes paid by a third-party agent or consultant acting on behalf of K&S. Particular care must be given when evaluating a prospective third party who might interact with the authorities on behalf of K&S. You must not engage a third-party agent or consultant if there is reason to believe that the agent or consultant may attempt to bribe a government official. Employees must also ensure that all agents and consultants agree to abide by the Code of Business Conduct and Ethics for Distributors & Representatives, which contains anti-bribery provisions.

代表 K&S 的第三方代理或顾问所支付的贿赂可能导致我们被追究责任。在评估可能代表 K&S 与有关部门交往的潜在第三方时，必须特别小心。如有理由相信第三方代理或顾问可能企图向政府官员行贿，则不得聘用该代理或顾问。员工还必须确保所有代理和顾问同意遵守包括了反贿赂条款的本《商业行为守则》以及《分销商和代表之道德守则》。

f) Discrimination and Harassment

歧视和骚扰

We respect cultural diversity and will not tolerate any illegal discrimination or harassment of any kind, especially that involving race, color, religion, sex, sexual orientation, gender identity, age, national origin, disability, veteran or military status, marital status, genetic information or citizenship status.

我们尊重文化多样性，不会容忍任何形式的非法歧视或骚扰，特别是涉及种族、肤色、宗教、性别、性取向、性别身份、年龄、国籍、残疾、退伍军人或军籍、婚姻状况、遗传信息、公民身份的歧视或骚扰。

Harassment can be any verbal or physical conduct to threaten, intimidate or coerce an employee or any person working for or on behalf of K&S. K&S prohibits workplace harassment in general which include the following:

对员工或为 K&S 工作或代表 K&S 的任何人的威胁、恐吓或胁迫的任何行为，无论是口头或身体行为，都可能构成骚扰。K&S 禁止工作场所的骚扰，包括：

- i) language, behavior or other forms of communication or conduct which is or is perceived to be threatening, abusive or insulting;
具有或被认为具有威胁性、辱骂性或侮辱性的语言、行为或其他形式的交流或行为；
- ii) acts or omissions which amount to or are associated with stalking, including but not limited to, following someone, entering or loitering near someone's place of residence or place of business etc.; and
与跟踪等同或有关的作为或不作为，包括但不限于跟踪某人，进入或游荡在某人的住所或营业场所附近等；和
- iii) acts or omissions which amount to or are associated with workplace bullying.
与工作场所欺凌等同或有关的作为或不作为。

g) Equal Employment Opportunity
平等就业机会

K&S provides equal employment opportunities to all employees and applicants for employment without regard to race, color, religion, sex, sexual orientation, gender identity, age, national origin, disability, veteran or military status, marital status and family responsibilities, or status in any group protected by applicable law.

K&S 为所有雇员和求职者提供平等的就业机会，不论其种族、肤色、宗教、性别、性取向、性别身份、年龄、国籍、残疾、退伍军人或军籍、婚姻状况和家庭责任，或受适用法律保护的任何分类状况。

In addition, K&S complies with all applicable laws and regulations providing for non-discrimination in employment in every country where K&S has its presence. This applies to all terms and conditions of employment, including hiring, placement, promotion, termination, redundancy, layoff, recall, transfer, secondment, leaves of absence, compensation, and training.

此外，K&S 遵守所有其有营业地的国家适用的规定不得有就业歧视的法律法规。这适用于所有雇佣条款和条件，包括招聘、录用、晋升、终止、裁员、解雇、召回、调动、借调、休假、报酬和培训。

h) Health and Safety
健康和安

K&S strives to provide a safe and healthy work environment. Each employee has responsibility for maintaining a safe and healthy workplace by following safety and health rules and practices. Any acts of violence and/or threatening behavior are not permitted. Employees should report to work to perform their duties, free from the influence of illegal drugs or alcohol.

K&S 致力于提供一个安全和健康的工作环境。每名雇员都有责任通过遵循安全和健康规则和惯例，维护安全和健康的工作场所。不允许暴力和/或威胁行为。雇员应在不受违禁药品或酒精影响的情况下出勤工作，以履行其职责。

i) Policy Against Child Labor and Forced Labor **禁止童工和强迫用工政策**

K&S is committed to upholding and supporting human rights at all levels including in its supply chain. It is K&S' policy to prohibit child labor and the use of forced or compulsory labor in its workplaces and its supply chain.

K&S 致力于在包括供应链在内的各个层面维护和支持人权。K&S 的政策是在其工作场所和供应链中禁止童工以及强迫用工。

K&S prohibits the employment of child labor (any persons below the age of eighteen years or such other minimum age as specified by applicable local laws), at its workplace or its supply chain.

K&S 禁止在其工作场所或供应链雇佣童工（任何低于 18 岁或适用的当地法律规定的其他最低年龄的人）。

K&S prohibits the employment of any person, or causing any employee to work, against their will, including slavery, chattel slavery, bonded labor (including debt bondage), prison labor or forced overtime. K&S also prohibits any form of corporal punishment or coercion related to or in connection with an employee's work.

K&S 禁止违反任何人的意愿雇用任何人或使任何雇员工作，包括奴役、奴隶制、抵债劳动（包括债役）、狱中劳役或强迫加班。K&S 还禁止与员工工作相关的任何形式的体罚或胁迫。

In the event any employee becomes aware or has reason to believe that any organization or person with whom the Company has a business relationship abuses human rights in its workplace (including employing child labor or forced labor), this must be reported immediately to your supervisor or the Compliance Officer¹. K&S must cease its business relationship with such organization or person until K&S receives confirmation that such abuse of human rights has been eliminated.

如果任何员工意识到或有理由相信与公司有业务关系的任何组织或个人在其工作场所侵犯人权（包括雇用童工或强迫劳动），必须立即向您的主管或合规主管报告。

K&S 必须停止与此类组织或个人的业务关系，直到 K&S 收到此类侵犯人权行为已经消除的确认为止。

j) Environmental Practices **环境实践**

K&S is committed to worldwide leadership in environmental protection. As K&S employees, we each have a role to play in protecting the environment. All K&S employees must comply with the letter and spirit of all applicable environmental laws, regulations and permits. If you become aware of any violation of environmental law, regulation or permit,

or any action that could cause or may appear to conceal such a violation, you should immediately report the matter to your supervisor or the Compliance Officer.

K&S 致力于保持在环保方面的全球领先地位。作为 K&S 雇员，我们每个人在保护环境方面都应尽一份力。所有的 K&S 员工都必须遵守所适用的有关环境方面的法律、法规和许可的规定及精神。如果您意识到任何违反环境法律、法规或许可的行为，或者任何可能导致或隐瞒此类违反行为的行为，则您应立即向您的主管或合规主管报告此事。

2. Conflicts of Interest

利益冲突

A “conflict of interest” exists when a person’s private interest interferes, or even appears to interfere, in any way with the interests of K&S. A conflict situation can arise when an employee, officer or director takes actions or has interests that may make it difficult to perform his or her work objectively and effectively. Conflicts of interest also arise when an employee, officer, or director, or a member of their family, receives improper personal benefits as a result of their position with K&S.

当个人的私人利益以任何方式影响或可能影响 K&S 的利益时，就存在“利益冲突”。当雇员、管理人员或董事所实施的行为或存在的利益可能使其难以客观有效地履行工作时，就可能出现利益冲突情况。当雇员、管理人员或董事或其家庭成员因其在 K&S 的职位而获得不正当的个人利益时，也会产生利益冲突。

No officer or employee is allowed to work as a consultant or otherwise for any of K&S’ competitors, customers or other business associates without the prior approval of the Board of Directors. In addition, no director, officer, or employee of K&S may directly or indirectly have a financial interest of more than five percent (5%) in any company that is a current or prospective competitor, customer, or other business associate of K&S without the prior

¹ K&S’ Compliance Officer shall be the General Counsel or such other person as the Audit Committee may designate from time to time, provided that such designee is not the K&S’s Chief Financial Officer. The Compliance Officer shall report directly to the Chief Executive Officer in the capacity as Compliance Officer.

K&S 的合规主管应为总法律顾问或审计委员会不时指定的其他人员，但不能是 K&S 的首席财务官。合规主管应以合规主管的身份直接向首席执行官报告。

approval of the Board of Directors. In general, the best policy is to avoid any direct or indirect business connection with K&S' competitors, customers, or other business associates, except on our behalf.

未经董事会的事先批准，任何管理人员或员工不得担任 K&S 的任何竞争对手、客户或其他业务伙伴的顾问或其他职务。此外，未经董事会的事先批准，K&S 的任何董事、管理人员或员工不得在目前或将来作为 K&S 的竞争对手、客户或其他业务伙伴的任何公司中直接或间接拥有超过百分之五（5%）的金融权益。通常，最佳的方法是避免与 K&S 的竞争对手、客户或其他业务伙伴产生任何直接或间接的业务关联，除非是代表 K&S 行事。

Conflicts of interest are prohibited as a matter of K&S policy, except when approved by the Board of Directors. Conflicts of interest may not always be clear-cut, so if you have a question, you should consult with the Compliance Officer. If you become aware of a conflict or potential conflict, you should bring it to the attention of the Compliance Officer. No director or executive officer may obtain any loan from, or have any of their obligations guaranteed by, K&S.

作为 K&S 的政策事项之一，除经过董事会批准外，禁止出现任何利益冲突。利益冲突可能无法被清楚界分，因此如果您有任何疑问，您应当咨询合规主管¹。如果您意识到任何冲突或潜在冲突，您应当请示合规主管¹。任何董事或执行官员不得从 K&S 获得任何贷款，或要求 K&S 为其任何债务提供担保。

3. Corporate Opportunities

公司机遇

Employees, officers, and directors owe a duty to K&S to advance its legitimate interests when the opportunity to do so arises. In that respect, you are prohibited from taking for yourself opportunities that are discovered through the use of corporate property, information or your position with K&S, unless the Board of Directors knowingly elects not to avail itself of the opportunity and approves your participation in that opportunity. You may not use corporate property, information or your position for improper personal gain and may not compete with K&S directly or indirectly without the consent of the Board of Directors.

任何员工、管理人员和董事都对 K&S 有职责义务确保 K&S 合法正当利益在其机会出现时均归于 K&S。关于此方面，禁止您将通过使用公司财产、信息或您在 K&S 的职位发现的机遇用于个人目的，除非董事会有意选择不利用此次机遇并批准您利用此次机遇。未经董事会同意的情况下，您不得利用公司财产、信息或您的职位谋取不正当的个人利益，也不得在直接或间接与 K&S 竞争。

4. Protection and Proper Use of K&S' Assets and Proprietary Information

保护和正当使用 K&S 的资产和专有信息

You should endeavor to protect K&S' assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on our profitability. Any suspected incident of

fraud or theft should be immediately reported to the Compliance Officer for investigation. K&S equipment, property, and supplies should not be used for non-K&S business, though incidental personal use may be permitted.

您应尽力保护 K&S 的资产并确保对其高效利用。盗窃、疏忽和浪费将对我们的盈利能力产生直接的影响。任何可疑的欺诈或盗窃事件应被立即汇报给合规主管，以便进行调查。K&S 的设备、财产和物资不得用于非 K&S 的业务，尽管偶然的个人利用可能会得到许可。

a) Misuse of Company Assets

滥用公司资产

All of K&S' assets and liabilities must be recorded in the regular books. Under no circumstances shall there be any unrecorded fund or asset of K&S or any improper or inaccurate entry knowingly made on the books and records.

K&S 的所有资产和负债必须记录在常规账簿中。在任何情况下 K&S 都不能出现任何未记录资金或资产，或在账簿和记录上作出任何明知不当或不准确的记录的现象。

Each employee shall ensure that no payment on behalf of K&S shall be approved or made for any purpose other than that described by the documents supporting the payments. All receipts and disbursements must be fully and accurately described in the books and must be supported by appropriate documentation.

每位员工应确保代表 K&S 作出的任何付款不得用于除支持付款的文件所述的目的以外的任何其他目的。所有收入和支出必须在账簿中完整准确地描述，并且必须有正确的文件支持。

K&S strictly prohibits any kind of falsification of data, books, records, accounts, declarations or information.

K&S 严格禁止任何形式的伪造数据、账簿、记录、账目、申报或信息的行为。

b) Intellectual Property Rights of the Works Created During Course of Employment

雇佣期间完成作品的知识产权

Any work created, ideas, concepts, techniques, inventions, processes, works or other intellectual property developed by an employee in the course of the employee's performance of their job responsibilities, with any of K&S' resources or related to the business of K&S shall be promptly disclosed to the supervisor of the employee. The intellectual property rights subsisting in such work or invention shall be owned by K&S (and are hereby assigned in full by the employee to K&S) and where required by K&S, all relevant employees shall execute written acknowledgement and do other such acts as may be necessary in the opinion of K&S to secure K&S' rights in such intellectual property. K&S may, at its sole discretion, waive this requirement stated hereinabove upon the written request by the employee.

员工在履行工作职责过程中，利用 K&S 的任何资源完成的或与 K&S 业务相关的任何创意、概念、技术、发明、工艺、作品或其他知识产权，应及时向员工的主管披

露。该作品、成果或发明的知识产权归 K&S 所有（员工特此将其全部指定或转让给 K&S），如 K&S 有要求，所有相关员工应签署书面确认书，并采取 K&S 认为必要的其他行动，以确保 K&S 对此类知识产权的权利。经员工书面请求，K&S 可自行决定放弃上述要求。

c) Protection of K&S' Proprietary Information

保护 K&S 专有信息

Your obligation to protect K&S' assets includes protecting and maintaining its confidential and proprietary information. Confidential and proprietary information includes all non-public information that might be of use to competitors or harmful to K&S, our customers or our suppliers if disclosed. Proprietary information includes, but is not limited to, business, marketing, legal and accounting methods, policies, plans, procedures, strategies, and techniques; information concerning earnings; research-and-development projects, plans, and results; trade secrets, know-how, technical information and intellectual property of any kind; pricing, credit, and financial information; payroll data and employees' information; and any other data or information that is not known generally by and/or readily accessible to the public. Unauthorized use or distribution of confidential and proprietary information would violate K&S policy and could also be illegal and result in civil or even criminal penalties. You must maintain and protect the confidentiality of any confidential information K&S and its customers and other business associates entrust to you, except when the Compliance Officer authorizes disclosure or when disclosure is required by law. The obligation to preserve any confidential information continues even after your employment ends.

您保护 K&S 资产的义务包括保护并维持机密和专有信息。机密和专有信息包括所有一经披露可能对竞争对手有用或对 K&S 或其客户或供应商有害的非公开信息。专有信息包括但不限于业务、营销、法律、会计方法、政策、计划、程序、策略和技术信息；有关收益的信息；研发项目、计划和成果；商业秘密，诀窍，技术信息和各种知识产权；定价、信用和财务信息；薪资数据和雇员信息；以及通常不为公众所知和/或可获取的任何其他数据或信息。未经授权使用或散布机密和专有信息将违反 K&S 的政策，可能触犯法律，并且导致民事乃至刑事处罚。您必须维持并保护 K&S 及其客户和其他业务伙伴交托给您的任何机密信息的机密性，合规主管授权或法律要求披露有关信息的除外。即使在任职结束之后，您也有义务继续保护任何机密信息。

This Code does not, in any manner, prohibit employees from discussing wages, benefits, and other terms and conditions of employment or workplace matters of mutual concern to the extent protected by applicable law. This Code also does not, in any manner, prevent employees from filing a complaint with, providing information to, or participating in an investigation conducted by any governmental or law enforcement agency to the extent such actions are protected by applicable law.

在适用法律保护的范围内，本守则不以任何方式禁止员工和公司之间讨论工资、福利和其他雇佣条款和条件或共同关注的工作场所事项。在适用法律保护范围内，本守则也不以任何方式阻止员工向任何政府或执法机关投诉、提供信息或参与其进行的调查。

To protect K&S' confidential and proprietary information, you should follow these

guidelines:

为保护 K&S 的机密和专有信息，您应遵循以下准则：

- Never disclose K&S' confidential information to anyone outside of K&S without an NDA in place that has been approved by the Legal Department (and in that case only disclose confidential information to the extent necessary to achieve the purposes of the arrangement to which the NDA relates), and use all reasonable safeguards to prevent any loss, destruction or inadvertent disclosure of the confidential information.
不得向 K&S 以外的未签署经法律部门批准的保密协议的任何人披露 K&S 的保密信息（这种情况下也仅能在为达到保密协议所涉及的安排的目的所必要的范围内披露机密信息），并使用所有合理的保障措施，以防止机密信息的任何损失、破坏或无意中披露。
- Do not remove K&S confidential information from K&S premises without permission.
未经许可，不得从 K&S 场所移除或带走 K&S 机密信息。
- Do not send K&S confidential information to a personal email address, save it on a personal storage device, or upload it to a personal cloud storage site.
不得将 K&S 机密信息发送到个人电子邮件地址、保存在个人存储设备上或上传到个人云存储站点。
- Make sure all K&S confidential information—including e-mail—is conspicuously labeled as such.
确保所有 K&S 机密信息（包括电子邮件）都被醒目地标注为保密信息。
- While traveling, keep your computer, mobile devices, briefcase and all other K&S property with you at all times.
旅行时，确保电脑、移动设备、公文包和所有其他 K&S 财产不离身。
- Do not discuss confidential information in public settings such as airports, elevators and restaurants.
不得在机场、电梯和餐厅等公共场合讨论机密信息。
- Take care when discarding K&S confidential information. Do not discard it in any place or manner where the information could be found by others.
丢弃 K&S 机密信息时要小心。不得在任何其他人可能找到该信息的地方或方式丢弃 K&S 机密信息。
- Share K&S' confidential information with other employees only if you have authorization and a valid business need to do so.
只有在您有授权和有效业务需要的情况下，才能与其他员工共享 K&S 的机密信息。
- If you need to send any confidential or proprietary data to an outside source, you

should use all reasonable safeguards to prevent any loss, destruction or inadvertent disclosure.

如果您需要将任何机密或专有数据发送到外部，您应使用所有合理的保护措施，以防止任何数据的灭失、破坏或无意中泄露。

Never use or disclose to anyone outside of K&S confidential information provided to us by customers, vendors or other third parties, except in strict compliance with the terms of the applicable NDA.

不得向 K&S 以外的任何人披露或使用客户、供应商或其他第三方提供给我们的机密信息，除非严格遵守适用的保密协议的条款。

In accordance with the Defend Trade Secrets Act of 2016, a United States federal law, employees will not be held criminally or civilly liable under any federal or state trade secret law or under K&S' policies for the disclosure of proprietary information that: (i) is made in confidence to a federal, state, or local government official, either directly or indirectly, or to an attorney, and solely for the purpose of reporting or investigating a suspected violation of law; or (ii) is made in a complaint or other document that is filed under seal in a lawsuit or other proceeding. If an employee files a lawsuit alleging retaliation by another employee for reporting a suspected violation of law, the employee may disclose K&S' proprietary information to their attorney and use such information in court proceedings if the employee: (i) files any document containing the proprietary information under seal; and (ii) does not otherwise disclose the proprietary information, except pursuant to court order.

根据美国联邦法律 2016 年《保护商业秘密法案》，专有信息的披露属于以下情形时，将不会根据联邦法律、州法律、K&S 政策对雇员追究刑事或民事责任：（i）仅为报告或调查涉嫌违法的事项而直接或间接地、以保密的方式向联邦、州或当地政府官员或向律师的披露；或（ii）在诉讼或类似的其他程序中，以密封方式提交诉讼资料或类似文件。如果某位雇员提起诉讼声称因举报了涉嫌违法事件而遭到其他员工的报复，该雇员可以向其律师披露并在诉讼程序中使用 K&S 的机密信息，前提是该雇员（i）以密封方式提交含有机密信息的文件；并且（ii）仅可根据法庭命令披露，除此以外不得披露。

d) Compliance with all K&S' Policies

符合 K&S 所有政策

Employees must comply with all K&S' policies, procedures, rules and regulations including without limitation, the Travel and other Expenses Reimbursement policy, Per Diem policy, Travel Advance policy, Global Non-discrimination and Harassment policy (collectively, the "Policies"). K&S may from time to time amend and update these Policies at its discretion.

员工必须遵守 K&S 的所有政策、程序、规则和规章，包括但不限于差旅和其他费用报销政策、每日津贴政策、差旅预付款政策、全球不歧视和不骚扰政策（统称为“政策”）。K&S 可随时自行修改和更新这些政策。

e) Use of Corporate Emails

使用公司邮件

Employees should use their K&S email for work-related purposes only. Employees must not: sign up for illegal, unreliable, or suspect websites and services; send unauthorized marketing content or solicitation emails; send insulting or discriminatory messages and content; intentionally spam other people's emails, including their coworkers; or open email attachments from unknown sources, in case they contain a virus, Trojan, spyware or other malware. Employees must inform IT immediately if they see any alert that a virus or malware was detected, or if they receive any suspicious email. Before replying to outside email account, employees must validate the sender's email address even if the display name is familiar. Additional guidance on the use of corporate email is set forth in K&S' Corporate Email Policy.

员工应仅为与工作相关的目的使用其 K&S 电子邮件。员工不得：注册非法、不可靠或可疑的网站和服务；发送未经授权的营销内容或征集邮件；发送侮辱性或歧视性的信息和内容；故意向他人（包括同事）发送垃圾邮件；或者打开来自未知来源的电子邮件附件，以防它们包含病毒、木马、间谍软件或其他恶意软件。如果员工发现任何病毒或恶意软件警报，或收到任何可疑电子邮件，必须立即通知 IT 部门。在回复外部电子邮件帐户之前，员工必须验证发件人的电子邮件地址，即使显示的名称很熟悉。

《K&S 公司电子邮件政策》中规定了有关使用公司电子邮件的其他指导。

f) Use of Social Media

社交媒体的使用

“Social media” includes any digital communication channels that allow individuals to create and share content and post comments. In personal activities on social media, employees should be polite, respectful, and remember that one's conduct may impact the way others view who we are and what we stand for as a company. Employees should ensure that any communication on social media do not disclose K&S' confidential information. Employees should be mindful of the content created, shared and posted, remembering that the Internet is a public place. Always use good judgment when engaging in social media. All use of social media on behalf of K&S must be approved by and coordinated through the corporate communications department of K&S in advance of any posting (including but not limited to, the promotion of K&S' products or to communicate K&S related news).

“社交媒体”包括允许个人创建、分享内容和发表评论的任何数字交流渠道。在社交媒体上的个人活动中，员工应礼貌客气、尊敬他人，并谨记自己的行为可能会影响他人对我们的看法以及我们所代表的公司的形象。员工应确保在社交媒体上的任何交流不披露 K&S 的机密信息。员工应注意创建、分享和发布的内容，记住互联网是一个公共场所。在利用社交媒体时务必运用良好的判断力。代表 K&S 使用社交媒体的，在发布任何信息（包括但不限于推广 K&S 产品或沟通 K&S 相关的新闻）之前须得到 K&S 公司通信部门的批准和协调。

5. Competition and Fair Dealing; Gifts

竞争和公平交易；礼品

We seek to outperform our competition fairly and honestly. Stealing proprietary information, possessing trade secret information that was obtained without the owner's consent or inducing such disclosures by past or present employees of other companies is prohibited. 我们力求公平和诚实地超越我们的竞争对手。禁止窃取专有信息、拥有未经所有权人同意获得的商业秘密信息或诱使其他公司的过去或现有雇员披露此类信息。

You should endeavor to respect the rights of, and deal fairly with, K&S' competitors, customers, suppliers, other business associates, and employees. No person should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other intentional unfair-dealing practice. 您应致力于尊重 K&S 的竞争对手、客户、供应商、其他商业合作伙伴和员工的权利，并公平对待他们。任何人均不应通过操纵、隐瞒、滥用特权信息、歪曲重要事实或任何其他故意的不公平交易行为来不正当利用上述任何人员。

The purpose of business entertainment and gifts in a commercial setting is to create goodwill and sound working relationships, not to gain unfair advantage with customers. You and your family members should never offer, give, provide or accept any gift or other business courtesy unless it: (1) is not a cash gift; (2) is consistent with customary business practices; (3) is not excessive or significant in value; (4) cannot be construed as a bribe or payoff; and (5) does not violate any applicable laws or regulations. Please discuss with the Compliance Officer any gifts or proposed gifts that you are not certain are appropriate.

商业环境中的商业娱乐和礼品的目的是为建立友好的工作关系，而非为了从客户处获得不公平优势。您和您的家属不得赠送、给予、提供或接受任何礼物或其他商务接待，除非以条件均满足：（1）非现金礼物；（2）符合商业通常惯例；（3）价值不高或不大；（4）不会被解释为贿赂或回报；以及（5）不违反任何适用的法律法规。如果您不确定任何礼物或设想的礼物是否恰当，请与合规主管进行讨论。

6. Violations of this Code of Business Conduct

违反本守则

Employees are encouraged to talk to the Compliance Officer about observed illegal or unethical behavior, violations of this Code, or whenever in doubt about the best course of action in a particular situation. Officers and directors must talk to the Compliance Officer or any member of the Audit Committee of the Board of Directors about any such concerns of their own. Everyone is expected to cooperate in internal investigations of misconduct. K&S will not retaliate against you for good faith reports of misconduct or violations of this Code. 鼓励员工与合规主管谈论观察到的违法或不道德行为、违反本守则的行为，或者随时诉说关于在特定情况下最佳行事方式的疑惑。管理人员和董事必须与合规主管或董事会审计委员会的任何成员谈论任何该类事项。任何人员应配合对于不当行为的内部调查。K&S 将不会因您对于不当行为或违反本守则行为作出的善意举报而报复您。

The Audit Committee is ultimately responsible for enforcing violations of this Code by

executive officers and directors; the Compliance Officer is ultimately responsible for enforcing violations of this Code by employees. Violations of this Code may result in disciplinary measures, including counseling, oral or written reprimands, warnings, probation or suspension without pay, demotions, reductions in salary, termination of employment and restitution.

审计委员会最终负责对于执行官员和董事违反本守则的行为予以强制执行；合规主管最终负责对于所有其他员工违反本守则的行为予以强制执行。违反本守则的行为可能会导致纪律处分，包括劝告、口头或书面训斥、警告、考察期或停职停薪、降级、减薪、解雇和追究赔偿责任。

Employees, officers, and directors must read K&S' Whistleblower Policy, which describes K&S' procedures for the receipt, retention, and treatment of complaints K&S receives regarding accounting, internal accounting controls or auditing matters and other violations of this Code or the law. Any person may submit a good faith concern regarding questionable accounting, auditing matters, violations of this Code or the law to the Compliance Officer or the Audit Committee without fear of dismissal or retaliation of any kind.

任何员工、管理人员和董事必须阅读《K&S 举报政策》，其中描述了 K&S 接收、保留和处理涉及会计、内部会计控制、审计事项和其他违法或违反本守则行为的投诉的程序。任何人员可以向合规主管或审计委员会提出有关可疑的会计或审计事项以及违法或违反本守则行为的善意担忧，而无需担心遭到开除或任何形式的报复。

7. Waivers of this Code of Business Conduct

本守则的豁免

Any waiver of this Code for executive officers and directors may be made only by the Board of Directors and will be promptly disclosed as required by law or applicable listing requirements. Any waiver of this Code for employees may only be granted by the Compliance Officer.

执行官员和董事豁免适用本守则只能由董事会作出，并将根据法律或适用的上市要求及时披露。员工豁免适用本守则必须经过合规主管的同意。

Revised: 27th May 2021

修订于: 27th May 2021