

# KULICKE AND SOFFA INDUSTRIES, INC.

## CODE OF BUSINESS CONDUCT

### 商业行为准则

This Code of Business Conduct (this “Code”) of Kulicke and Soffa Industries, Inc. and its subsidiaries (“K&S” or the “Company”) provides a general ethical and legal framework for business practices and conduct to which all K&S employees, officers, and directors must adhere. This Code cannot address every issue that may arise and, accordingly, we expect that you will use your common sense, display honesty and integrity, 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, K&S’ customers, suppliers and other business associates. K&S encourages its directors, officers and employees to refer to this Code frequently to ensure that they are acting within both the letter and spirit of this Code.

Kulicke and Soffa Industries, Inc.及其子公司（“K&S”或“公司”）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。本守则不能解决所有可能出现的问题，因此我们期望您能够运用常识，表现出诚实和正直，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 鼓励其董事、管理人员和员工经常对照本守则，以确保言行在字面意义和精神实质上均符合本守则。

K&S will not tolerate or permit retaliation of any kind for good faith reports of ethical violations. Specifically, K&S will not discharge, demote, suspend, threaten, harass or in any other manner discriminate against, such an officer or employee. Anyone who participates in any such conduct is subject to disciplinary action, up to and including termination. 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。具体而言，K&S 不会对善意举报的管理人员或员工实施解雇、降职、停职、威胁、骚扰或以任何其他方式的歧视。任何参与此类歧视行为的人都将受到纪律处分，直至并包括解雇。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。

If you have any questions regarding the administering and/or interpreting of this Code, please contact the Vice President, Legal Affairs and General Counsel of the Company who has been appointed as the Compliance Officer. 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 K&S’ Chief Financial Officer. The Compliance Officer shall report directly to the Chief Executive Officer in the capacity as Compliance Officer.

如果您对本守则的执行和/或解释有任何疑问，请联系已被任命为合规官的公司副总裁、法律事务和总法律顾问。K&S 的合规官应由总法律顾问或审计委员会不时指定的其他人员担任，但该指定人员不得为 K&S 的首席财务官。合规官应以合规官的身份直接向首席执行官报告。

## 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 a reasonable investor would be substantially likely to consider important in deciding whether to buy, sell or hold securities. Examples of certain types of material information include:

- Financial results, key metrics, financial condition, earnings pre-announcements, guidance, projections, forecasts and other similar information;
- Significant corporate events such as a pending or proposed merger, joint venture or tender offer, a significant investment, the acquisition or disposition of a significant business or asset or a change in control of a company; and
- Significant information concerning business operations, business plans or budgets and/or significant legal or regulatory developments including litigation.

Information is considered nonpublic if it has not been disseminated in a manner making it available to investors generally. Even if the information is widely known throughout K&S, it may still be nonpublic. Examples of effective disclosure include public filings with the Securities and Exchange Commission and the issuance of K&S press releases.

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，通常也被称为“内幕信息”。重要信息是指通常的投资人在决定是否购买、出售或持有证券时很可能认为重要的任何信息。某些重要信息类型的示例如下：

- 财务结果、关键指标、财务状况、收益预告、指引、预测、预报和其他类似信息；

- 重大公司事件，如待定或拟议的合并、合资或要约收购、重大投资、重大业务或资产的收购或处置，或公司控制权的变更；以及
- 有关业务运营、业务计划或预算和/或重大法律或监管动态(包括诉讼)的重要信息。

如果信息的传播方式并不能使公众投资者普遍了解，则该信息被视为非公开信息。即使这些信息在 K&S 广为人知，它也仍然是非公开信息。K&S 进行有效的信息披露的例子包括向证券交易委员会提交公开文件和 K&S 发布新闻稿。

You (and your Affiliates, as defined in the Insider Trading Policy) must avoid trading K&S securities while aware of inside information and must be careful not to make this information available to any third party. 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 not recommend 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.

您(以及您的关联方，定义见内幕交易政策)必须避免在知悉内幕信息的情况下交易 K&S 证券，并且必须谨慎地不向任何第三方披露该等信息。重要非公开信息只应透露给有必要知道的人，且不应在公共场合讨论。此外，即使您没有披露具体信息，您也不得因为您知晓的重要非公开信息而建议他人买卖 K&S 证券。本指引还适用于在您因为在 K&S 的职务而获得关于包括 K&S 的客户、供应商和其他商业伙伴在内的其他公司的重大未公开信息时，进行该等其他公司的证券交易。除上述内幕交易禁令外，在任何情况下，您都不得交易任何期权以卖出 K&S 证券或卖空任何 K&S 证券。

Additional requirements and information regarding insider trading are set forth in K&S' Insider Trading Policy. 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.

有关内幕交易的其他规定要求和信息载于 K&S 的《内幕交易政策》。如果您对某些信息是否为重要或是否已向公众充分披露有疑问，您必须联系总法律顾问，并避免交易 K&S 的证券或披露该信息，直到您被告知该信息不重要或已被 K&S 适当披露。

Restricted Persons (as defined in the Insider Trading Policy) including members of the Board of Directors and specific officers of K&S are also reminded that they have further restrictions on their ability to trade in K&S' securities, including being subject to Blackout Periods (as defined in the Insider Trading Policy) and pre-clearance of trade by the General Counsel.

同时提醒受限制人士(如内幕交易政策所定义)，包括董事会成员和 K&S 的特定管理人员予以注意，他们在交易 K&S 证券方面存在更多的限制，包括受禁售期(如内幕交易政策所定义)的约束，以及须经总法律顾问预先批准的约束。

Further, if you plan to, or have questions about adopting a Rule 10b5-1 plan, please peruse the “10B5-1 Trading Plans” section of the Insider Trading Policy before proceeding and consult the Legal Department if you have any questions.

此外，如果您将采用“10b5-1 交易计划”，或对采用“10b5-1 交易计划”规则有疑问，请在行动之前仔细阅读内幕交易政策的“10b5-1 交易计划”部分，如果您有任何疑问，请咨询法务部。

#### **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 and the applicable country addendums (collectively, the “Data Policy”). The Data 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，以及适用国家的附加条款(合称“数据政策”)。数据政策为确保 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，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 fair, full, accurate, timely 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:

- 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;

- The retention or proper disposal of K&S' records are in accordance with established financial policies and applicable legal and regulatory requirements; and
- 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.

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.

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公平，全面，准确，及时而完整的 K&S 报告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：

- 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；
- 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
- 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。

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. Non-compliance with the relevant economic sanctions laws, import and export controls can subject K&S to criminal and civil penalties, the seizure/detention of products or assets, and the denial of import or export privileges. K&S strictly prohibits, directly or indirectly:

- (i) the engagement in or support of any activities, projects, transactions, or other dealings in violation of any applicable or relevant economic sanctions; or
- (ii) the approval, financing, assisting with, support of, or otherwise facilitating any activities, projects, transactions, or other dealings by third parties in violation of applicable or relevant economic sanctions regulations.

We must also comply with all applicable U.S. laws that prohibit K&S from participating in or cooperating with any international boycott not sanctioned by the U.S. government. Any request to cooperate with boycotts may be oral or written. As we may be required to report such a request regardless of whether we agree and/or respond to the same, please immediately inform the Trade Compliance Department if you receive such a request.

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。K&S 如不遵守有关的经济制裁法律及进出口管制，可受到刑事及民事处罚、扣押/扣留产品或资产，以及被剥夺进出口权限。K&S 严格禁止直接或间接：

- (i) 从事或支持违反任何适用或相关经济制裁的任何活动、项目、交易或其他往来；或
- (ii) 批准、资助、协助、支持或以其他方式为第三方违反适用或相关经济制裁规定的任何活动、项目、交易或其他交易提供便利。

我们还必须遵守所有若任何适用的美国法律禁止 K&S 参与或配合任何未被美国政府认可的国际抵制行动，则我们还必须遵守所有此类美国适用法律。我们可能收到参与或配合此类抵制活动的口头或书面请求，无论我们是否同意和/或回应，我们对此类情况都可能存在报告义务，因此，如果您收到此类请求，请立即通知贸易合规部。

#### **e) Customs 海关**

K&S shall comply with all laws and regulations relating to customs and the import of goods into any country and to declare the correct value of the imported goods and to pay the duties or taxes charged by the government in the country of import.

K&S 应遵守与任何国家的海关和货物进口有关的所有法律法规，并申报进口货物的正确价值，并支付政府在进口国家收取的关税或税款。

#### **f) Payments to Government Personnel 向政府人员支付款项**

The U.S. Foreign Corrupt Practices Act prohibits offering, giving or promising anything of value, directly or indirectly, to officials of foreign governments or foreign political candidates to influence any act or decision of such person, or otherwise obtain or retain business. Illegal payments to government officials of any country are strictly prohibited. In addition, a number of U.S. laws and regulations restrict business gratuities that U.S. government personnel may accept, and also prohibit the offering or giving of anything of value, directly or indirectly, to persons in the private sector if the purpose is to induce such persons to perform (or reward them for performing) a relevant function or activity improperly. 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》禁止直接或间接向外国政府官员或外国政治候选人提供、给予或承诺任何有价值的东西，以影响这些人的任何行为或决定，或以其他方式获得或保留业务。严禁向任何国家的政府官员行贿。此外，一些美国法律法规限制美国政府人员可能接受的商业酬劳，并禁止直接或间接向私营机构人士提供或给予任何有价值的东西，如目的是诱使该等人士以不当方式履行(或奖励他们履行)有关职能或活动。如果违反这些规定向美国政府官员或雇员承诺、提供或交付礼物、优惠或其他酬劳，不仅违反了 K&S 政策，而且可能是刑事犯罪。州和地方政府，以及外国政府，可能也有类似的规定。

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》。

#### **g) Discrimination and Harassment 歧视和骚扰**

We will not tolerate any discrimination or harassment of any kind, especially that involving race, color, religion, sex (including pregnancy and gender identity), sexual orientation, age, ancestry, national origin, physical or mental disability, veteran or military status, marital status, genetic information, citizenship status or any other basis that would be in violation of any applicable ordinance or law.

我们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(包括怀孕和性别认同)、性取向、年龄、血统、国籍、身体或精神残疾、退伍军人身份、婚姻状况、遗传信息或公民身份或任何其他违反任何适用条例或法律的基础的歧视或骚扰。

Harassment can be any verbal, visual or physical conduct, comments communication or treatment of a discriminatory nature to threaten, intimidate or coerce an employee or any person working for, with 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，视觉，身体行为，带有歧视性质的评论、对待或处理都可能构成骚扰。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;
- (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.;
- (iii) acts or omissions which amount to or are associated with workplace bullying; and
- (iv) publishing any identity information relating to an employee or any person with the intent to harass, alarm or distress.

All personnel actions, including but not limited to recruitment, selection, hiring, training, transfer, promotion, termination, compensation and benefits should conform to this Code.

- (i) 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) 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；
- (iii) 与工作场所欺凌等同或有关的作为或不作为；以及
- (iv) 以意图骚扰、惊吓或困扰为目的发布任何与雇员或任何人有关的身份信息。

所有的人事行动，包括但不限于招聘、选拔、聘用、培训、调动、晋升、终止、补偿和福利，均应符合本准则。

#### **h) Diversity, Inclusion and Equal Employment 多样性、包容性和平等就业**

Diversity and inclusion are key priorities in K&S. K&S cultivates and promotes a diverse and inclusive culture that champions dignity, respect and a space where employees are seen, heard and respected. We want to make sure that the workplace is where people feel valued and can develop and thrive. More information on K&S' efforts can be found in the annual sustainability report located on K&S' corporate website.

多样性和包容性是 K&S 的重点。K&S 致力于培养和推广一种多元化和包容的文化，倡导尊严、尊重，以及员工被看到、听到和尊重的空间。我们希望确保工作场所是人们感到被重视、能够发展和茁壮成长的地方。更多关于 K&S 的信息可以在 K&S 公司网站上的年度可持续发展报告中找到。

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。

#### **i) Health and Safety 健康与安全**

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。

#### **j) 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 K&S 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 Officer<sup>1</sup>. 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 K&S 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。

### **k) Environmental Practices and Sustainability 环境实践和可持续性**

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。

K&S is committed towards thinking and acting sustainably. Sustainability represents the way K&S manages and operates its business and supply chain to best serve its customers, care for the environment, secure profits and drive long-term growth. Accordingly, K&S' daily operations should align business performance with a commitment to environmental, social and community stewardship. Employees are encouraged to review and familiarize themselves with K&S' annual sustainability report located on K&S' corporate website.

K&S 致力于可持续发展的思考和行动。可持续性代表着 K&S 管理和运营其业务和供应链的方式，以最好地服务客户、关心环境、确保利润和推动长期增长。因此，K&S 的日常运营应该使企业业绩与环境、社会和社区角色的承诺相结合。公司鼓励员工阅读并熟悉 K&S 公司网站上的年度可持续发展报告。

## **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. Your obligation to conduct business on behalf of K&S in an honest and ethical manner includes the ethical handling of actual, apparent and potential conflicts of interest between personal and business relationships.

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。您有义务以诚实和合乎道德的方式代表 K&S 开展业务，包括合乎道德地处理个人和业务关系之间实际、明显和潜在的利益冲突。

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 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，您应当咨询合规官员。如果您意识到任何冲突或潜在冲突，您应当请示合规官员。任何董事或执行官不得从 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 and Secondary Employment 企业机会和兼职**

You should always display integrity, act prudently and behave in accordance with your duty

of fiduciary to K&S.

你应该始终诚信行事，谨慎行事，并按照忠于 K&S 的义务行事。

In that respect, you are prohibited from taking for yourself or for others 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.

在这方面，禁止您利用公司财产、信息或您在 K&S 的职位为自己或他人谋取任何机会，除非董事会在知情的情况下选择不利用该机会并批准您参与该机会。未经董事会同意，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，不得与 K&S 直接或间接竞争。

Employees and officers must obtain prior approval from K&S before engaging in any other gainful employment or conducting any other form of business activity, either personally or through an agency, during or outside working hours, physically or through platforms such as social media, and even if it is a one-off opportunity.

员工和管理人员必须事先获得 K&S 的批准，才能从事任何其他有报酬的工作或进行任何其他形式的商业活动，无论是亲自或通过代理从事，也无论是在工作时间内或以外，也无论线下行为或通过社交媒体等线上平台，即使该等机会是一次性的。

At all times, such secondary employment should not impede your ability to fully commit to your employment with K&S and impact your effectiveness in any way. K&S fully reserves the right to withdraw any prior approval on a case-by-case basis.

在任何时候，这样的兼职都不得影响你履行 K&S 工作职责，也不得以任何方式影响你的工作效率。K&S 完全保留根据具体情况撤销任何先前批准的权利。

#### **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官员，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的资金或资产，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.

本守则不以任何方式禁止员工和公司之间在适用法律保护的范围内讨论工资、福利和其他雇佣条款和条件或共同关注的工作场所事项。本守则也不以任何方式阻止员工在适用法律保护范围内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. Never forward or share an email and/or its attachments with an unintended recipient.

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。切勿将电子邮件和/或其附件转发或分享给非预期收件人。

- 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。

- When working remotely, you should take all necessary steps to safeguard K&S data protection, confidentiality and security. This includes having confidential conversations in a private room and properly storing your computer as well as all other K&S property.

远程工作时，您应该采取所有必要的步骤来确保 K&S 数据的保护、机密性和安全性。这包括应当在私密空间才可谈及保密信息，应妥善保管您的计算机以及所有其他 K&S 财产。

- 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 K&S 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 K&S 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: (X) files any document containing the proprietary information under seal; and (Y) 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(X)以密封方式提交含有机密信息的文件；并且(Y)仅可根据法庭命令披露，除此以外不得披露。

In the event you leave K&S, you have a continuing obligation not to use the confidential information you obtained while you worked for K&S. If you do so, you (and your subsequent employer) may be held criminally or civilly liable under applicable laws.



如果您离开 K&S，您仍有义务不使用您在为 K&S 工作期间获得的机密信息。如果您这样做了，您(以及您的后续雇主)可能会被适用的法律追究刑事或民事责任

Third parties may ask you for information concerning K&S. Subject to the exceptions noted in the preceding paragraph, contractors, employees, officers and directors (other than K&S' authorized spokespersons) must not discuss internal matters with, or disseminate internal information to, anyone outside K&S, except as required in the performance of their K&S duties and, if appropriate, after a confidentiality agreement is in place. This prohibition applies particularly to inquiries concerning K&S from the media, market professionals (such as securities analysts, institutional investors, investment advisers, brokers and dealers) and security holders. All responses to inquiries on behalf of K&S must be made only by K&S' authorized spokespersons in line with the Corporate Communications section below.

第三方可能会向您询问有关 K&S 的信息。除上文所述的例外情况外，承包商、雇员、管理人员和董事(K&S 授权发言人除外)不得与 K&S 以外的任何人讨论内部事务或向其传播内部信息，除非是为履行 K&S 职责是必需，以及在适当情况下签订了保密协议之后。这一禁令尤其适用于媒体、市场专业人士(如证券分析师、机构投资者、投资顾问、经纪人和交易商)和证券持有人关于 K&S 的询问。所有代表 K&S 对询问的答复必须仅由 K&S 的授权发言人按照下文的“企业沟通”章节作出。

You also must respect the intellectual property rights of others and abide by any lawful obligations that you have to your former employer. Please consult your country-specific Human Resource guidelines and employment handbook for further guidance.

您还必须尊重他人的知识产权，并遵守您对前雇主的任何合法义务。请查阅您所在国家的具体人力资源指南和员工手册以获得进一步的指导。

#### **d) Compliance with all K&S Policies 符合 K&S 的所有政策**

Employees must comply with all K&S policies, procedures, rules and regulations including without limitation, the BYOD Security Policy contained in the End User Device Policy, Data Policy, Recording Policy, Insider Trading Policy, Generative AI Policy, Corporate Grant of Authority, 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《最终用户设备策略》中包含的 BYOD 安全策略、《数据策略》、《录音政策》、《内幕交易政策》、《生成人工智能政策》、《公司授权》，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 可自行决定不时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. As K&S technology systems and email are owned and controlled by K&S and intended for business use, employees should have no expectation of privacy, subject to applicable local law and policy, with respect to any communication and data stored, accessed or transmitted through the said systems, networks and devices. Additional guidance on the use of corporate email is set forth in K&S' Corporate Email Policy.

员工只可将 K&S 的电邮地址用于工作用途。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；故意发送垃圾邮件给其他人，包括他们的同事；或打开来历不明的电子邮件附件，以防中含有病毒、木马、间谍软件或其他恶意软件。如果员工看到检测到病毒或恶意软件的警报，或者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，即使显示名称是熟悉。由于 K&S 技术系统和电子邮件由 K&S 拥有和控制，并用于公司业务用途，因此，以符合当地使用法律规定为前提，通过上述系统、网络和设备存储、访问或传输的任何通信和数据，均不属于员工个人隐私或个人信息。有关使用企业电子邮件的额外指引，载于 K&S 的企业电子邮件政策。

#### **f) Use of Social Media 社交媒体的使用**

Employees must comply with K&S' Social Media Guidelines. "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 Marketing Communications Department in advance of any posting (including but not limited to, the promotion of K&S' products or to communicate K&S related news).

员工必须遵守 K&S 的社交媒体指南。“社交媒体”包括允许个人创建和分享内容以及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，员工应该礼貌、尊重，并记住一个人的行为可能会影响他人对我们的看法以及我们作为一家公司所代表的形象。员工应确保在社交媒体上的任何沟通都不会泄露 K&S 的机密信息。员工应该对创建、分享和发布的内容尽注意义务，记住互联网是一个公共场所。在使用社交媒体时，一定要有良好的判断力。所有代表 K&S 的社交媒体的使用，在发布任何内容（包括但不

限于推广 K&S 产品或传播 K&S 相关新闻) 之前, 必须得到市场传播部门的批准和协调。

### **g) Corporate Communications 企业沟通**

You shall comply with all applicable marketing communications guideline(s) and/or policies in any corporate communications and at all times ensure that K&S' communications remain accurate and consistent. Please consult the Marketing Communications Department if there are specific questions. If you are invited to give an interview, participate in expert network sharing or related speaking engagements, or generally requested by any third party to provide a statement, view or comment about K&S, you must consult the Marketing Communications Department and obtain prior approval before engaging in such external communications.

您应遵守所有适用的营销传播指南和/或任何公司传播政策, 并始终确保 K&S 的传播保持准确和一致。如有具体问题, 请咨询市场传播部门。如果您被邀请接受采访、参加专家网络分享或相关的演讲活动, 或被任何第三方要求提供有关 K&S 的声明、观点或评论, 您必须在进行此类外部沟通之前咨询市场传播部门并获得事先批准。

## **5. Antitrust, Competition and Fair Dealing; Gifts 反垄断, 竞争和公平交易; 礼品**

K&S complies with all laws and regulations concerning anti-trust and anti-competition behavior. K&S shall not engage in anti-competitive agreements or conduct. You shall not initiate, discuss or be a party to any agreements (such as price fixing, bid rigging, allocation of markets or customers, or similar illegal anti-competitive activities) which have as their object or effect the prevention, restriction or distortion of competition, nor shall you through any act or omission procure or facilitate the abuse by K&S of any dominant position it may occupy in any market.

K&S 遵守所有有关反垄断和反竞争行为的法律法规。K&S 不得从事反竞争协议或行为。您不应发起、讨论或参与任何以防止、限制或扭曲竞争为目标或效果的协议(如操纵定价、串通投标、分配市场或客户, 或类似的非法反竞争活动), 也不应通过任何作为或不作为促使或促进 K&S 滥用其在任何市场可能占据的任何主导地位。

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 courtesies unless it: (i) is unsolicited, (ii) is not a cash gift; (iii) is consistent with customary business practices; (iv) is not excessive or significant in value; (v) cannot be construed as a bribe or payoff; (vi) is given or accepted without obligation; (vii) is not intended to induce or reward improper performance of a function or activity or to obtain or retain business or an advantage in the conduct of business; and (viii) 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：(i)不是索取的；(ii)非现金礼物；(iii)符合商业通常惯例；(iv)价值不高或不大；(v)不会被解释为贿赂或回报；(vi)是在不牵涉义务的情况下给予或接受的；(vii)不是为了诱导或奖励不当履行职能或活动或在经营中获得或保留业务或优势的；以及(viii)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，请与合规官员进行讨论。

What is acceptable in the commercial business environment may be entirely unacceptable in dealings with the public sector in the United States, the United Kingdom and other countries. There are strict laws that govern providing gifts and entertainment, including meals, transportation and lodging, to public officials. You are prohibited from providing gifts or anything of value to public officials or their employees or members of their families in connection with the Company's business for the purpose of obtaining or retaining business or a business advantage.

在商业商业环境中可以接受的东西，在与美国、英国和其他国家的公共部门打交道时可能完全不能接受。对于向公职人员提供包括饮食、交通、住宿等在内的礼物和娱乐活动，有严格的法律规定。禁止您为获得或保留业务或业务优势而向与公司业务有关的公职人员或其雇员或其家庭成员提供礼物或任何有价值的东西。

## **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.

鼓励员工就观察到的违法或不道德行为、违反本守则的行为，或者在对特定情况下的最佳行事方式有疑惑时，与合规官员讨论。管理人员和董事必须与合规官员或董事会审计委员会的任何成员报告自己的任何该类事项。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；合规官员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.

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。

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。

Where employees encounter work-place related issues, employees should go through the necessary grievance procedures by submitting a report/complaint to: (i) their immediate supervisor/direct manager; or (ii) if the complaint is against their immediate supervisor/direct manager, to their next level manager or their HR representative.

如果员工遇到与工作场所有关的问题，员工应通过必要的申诉程序向以下部门提交报告/投诉：(i) 其直接主管/直接经理；或(ii) 如果投诉对象是他们的直接主管/直接经理，则向他们的上一级经理或人力资源代表报告/投诉。

## **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.

如需对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官员的同意。

All amendments to the Code must be approved by the Audit Committee and, if required, must be promptly disclosed to the Company's securityholders in accordance with United States securities laws and Nasdaq rules and regulations.

本准则的所有修订均须经审计委员会批准，如有要求，必须根据美国证券法和纳斯达克规则和法规及时向公司证券持有人披露。

**Revised on: 7 June 2023 修订: [2023年6月7日]**