

# KULICKE AND SOFFA INDUSTRIES, INC.

## CODE OF BUSINESS CONDUCT

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.

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.

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.

### 1. Compliance with Laws, Rules and Regulations

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.

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

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.

You (and your Affiliates, as defined in the Insider Trading Policy) must avoid trading in 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 K&S securities 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.

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.

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.

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.

## **b) Data Privacy and Personal Data Protection**

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.

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

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 its 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.

### **d) Trade Compliance and Restrictions**

We must comply with all applicable export, re-export, import, and trade compliance laws 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 may not support, participate in, or cooperate with international boycotts promoted or imposed by foreign countries, including boycotts imposed by international governmental organizations (IGOs) which are not sanctioned by the U.S. government.

Any request to cooperate with boycotts may be oral or written. Potential boycott-related language may contain the words “boycott” or “blacklist”, or make reference to specific ethnicities, religions, or genders. 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. If you are unsure if a request, direction, or contractual document contains boycott-related language, please consult the Legal Department.

**e) Customs**

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.

**f) Payments to Government Personnel**

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.

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.

**g) Discrimination and Harassment**

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.

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:

- (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.

#### **h) Diversity, Inclusion and Equal Employment**

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.

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.

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.

#### **i) Health and Safety**

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 and be alert to potential safety and health risks. We must be prepared for emergencies by understanding and rehearsing emergency plans and response procedures applicable to each K&S site.

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.

#### **j) Policy Against Child Labor and Forced Labor**

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 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 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. Employees shall not be required to pay K&S' or its agents' recruitment fees or other related fees for their employment.

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. 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.

#### **k) Environmental Practices and Sustainability**

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 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.

## **2. Conflicts of Interest**

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.

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.

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.

### **3. Corporate Opportunities and Secondary Employment**

You should always display integrity, act prudently and behave in accordance with your duty of fidelity to K&S.

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.

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.

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.

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

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.

#### **a) Company Assets**

Employees are expected to adhere to K&S' policies and guidelines on the proper use and protection of K&S assets, including equipment, systems, and facilities.

Employees shall effect timely system and software updates as advised by K&S Global IT, and remain vigilant to cybersecurity threats while performing their duties.

Any actual or potential cybersecurity issue (e.g., hacking, phishing, ransomware, etc.), shall be reported immediately to K&S Global IT via the K&S SDP Portal.

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.

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.

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

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

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.

#### **c) Protection of K&S' Proprietary Information**

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.

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.

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

- 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.
- Do not remove K&S confidential information from K&S premises without permission.
- 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.
- 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.
- While traveling, keep your computer, mobile devices, briefcase and all other K&S property with you at all times.
- 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.
- Do not discuss confidential information in public settings such as airports, elevators and restaurants.
- 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.

- Share K&S' confidential information with other employees only if you have authorization and a valid business need to do so.
- 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.

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.

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.

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 law.

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.

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.

#### **d) Compliance with all K&S Policies**

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.

#### **e) Use of Corporate Emails**

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.

#### **f) Use of Social Media**

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).

#### **g) Corporate Communications**

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.

### **5. Antitrust, Competition and Fair Dealing; Gifts**

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.

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.

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.

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: (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.

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.

## **6. Violations of this Code of Business Conduct**

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.

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.

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.

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.

## **7. Waivers of this Code of Business Conduct**

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.

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.

**Revised on: May 15, 2024**