



Code of Conduct

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A. Introduction by the Management Board

Dear Colleagues,

the reputation of the SUSS MicroTec Group in the business world is one of our most valuable assets. This is shaped to a large extent by our professional conduct. Therefore, it is self-evident that as a multinational company we must be aware of and observe the current legal requirements and cultural values of the countries in which we operate.

This Code of Conduct describes our corporate values and the way we want to cooperate with each other and our business partners. Values like transparency, honesty and integrity as well as the personal responsibility of each single employee are of special importance to us. Our Code of Conduct was adopted as part of the Group-wide compliance program in order to deal with numerous legal and ethical challenges encountered in day-to-day activities, to provide guidance, and to thereby reinforce trust in SUSS MicroTec Group's performance and integrity. Accordingly, this Code of Conduct contains minimum standards, which are binding for every employee of SUSS MicroTec SE and its subsidiaries worldwide.

We expect especially of our senior management that they live up to their function as role models and observe and communicate the following principles of our Company. They are also the initial points of contact for employees who have legal and ethical questions. Last but not least, these rules of the Code of Conduct are a guideline for our employees to behave lawfully in new or critical situations and to act in accordance with our ethical principles. In doubtful situations, the employee should seek advice from his or her direct supervisor or the works council, the personnel or legal department, the supervisory board or the management board.

Violations of the law can often be avoided through timely consultation. Therefore, in case of legal concerns or indications of legally questionable activities in the workplace, every employee should seek advice and assistance from one of the sources mentioned above.

Dear Colleagues, please carefully read this Code of Conduct and acknowledge these guidelines.

SUSS MicroTec Management Board

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B. Application of the Code

This Code of Conduct was adopted as part of the Group-wide compliance program. It supplements the existing **Compliance Manual** and all procedure rules, as well as the **Company bylaws**, which apply to Members of the Management Board. Observation of and compliance with this Code is mandatory for every employee of SUSS MicroTec Group worldwide. In case of discrepancies between the policies of this Code and the possible policies or guidelines of a subsidiary, the more rigorous standard applies.

Compliance with this Code does not exempt the responsible individuals from labor law-related or criminal liability.

C. Basic Rules of Conduct

Our credibility depends on moral business conduct and integrity. It is self-evident that all Group companies and employees obey the laws and regulations of the countries in which they operate and fulfill their obligations conscientiously. They must demonstrate honesty and fairness in all aspects of their business activities. We expect the same of our partners.

We are convinced that ethical and economic values are intertwined and that the business community must strive for fair commerce and follow applicable norms.

Our principles:

- Regional, national, and international laws and regulations are to be strictly followed.
- Employees are required to report violations of the ethical guidelines of this Code of Conduct and of laws. As a rule, the first point of contact is the direct supervisor.
- If employees are confronted with situations which are inconsistent with these ethical guidelines and principles, or they must conclude that a crime has occurred, they may (anonymously) contact the Whistleblowing hotline for assistance +49 89 32007 244. It is also possible to report a compliance violation via email: legal@suss.com
- No adverse consequences within the Company may arise for any employee for following ethical principles or reporting violations or concerns.
- Employees may also (anonymously) directly contact the works council, the legal or personnel department, the supervisory board or the management board.
- Prior to reporting a (potential) violation by an employee/supervisor, the person reporting must be aware of the possible consequences for themselves, the "reported" person and the company. He or she must make sure that the report is indeed based on a violation.

Although the Company expects honest and ethical conduct in all aspects of our business, it places particularly high demands on its senior management, who are expected to exhibit utmost integrity and probity as they establish the behavioral norm and serve as role models for all employees.

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This requires honest and forthright conduct, respect for the necessary confidentiality of certain corporate information, and observance of all relevant laws, guidelines, regulations, and articles of incorporation as well as applicable accounting and auditing standards. It also requires avoidance of conflicts of interest and competitive advantages resulting from illegal or unethical business practices.

Compliance with Statutory Requirements

SUSS MicroTec demands that every employee, while working for SUSS MicroTec, adheres to law and order at any time. This is a major principle of a responsibly operating company. Every employee has to adhere to the rules and regulation even if an economic disadvantage for the company or the individual itself arises. If national regulations are stricter than the SUSS-Code of Conduct regulations, the stricter rules apply.

Avoidance of Conflicts of Interest

SUSS MicroTec expects its employees to be loyal to the Company.

All employees must avoid situations in which their personal, economical or financial interests conflict with those of the SUSS MicroTec Group. Even the appearance of a conflict of interest can harm the reputation or interests of SUSS MicroTec and should be avoided. Business decisions have to be made for the benefit of the company.

For this reason all employees must avoid the following activities:

- Investing in a company of a competitor, supplier or customer as well as entering into private business relationships with these individuals or entities if this could lead to a conflict of interest. Employees who directly or indirectly hold or acquire an investment in a competitor company, a business partner of SUSS MicroTec, or a company in which SUSS MicroTec has a participating interest, must disclose this to the responsible Human Resources Department and Investor Relations Department if the employees have professional duties at the given company or will hold a position in the company. This applies to investments in exchange-listed companies only if the investment exceeds 3% of the total capital.
- Any outside business activities which prevent them from devoting appropriate time and attention to their responsibilities to the Company or its subsidiaries.
- Accepting benefits, particularly personal gifts such as money, non-monetary gifts, or invitations from business contacts, if one might reasonably infer that they could influence business decisions or transactions. Invitations must be confined to standard business courtesy. Smaller gifts valued at up to EUR 50 are exempt. Accepting money is generally prohibited. (see add 1)
- Similarly, employees of other companies in or outside of Germany may not be promised any personal benefits in exchange for preferential treatment in connection with activities on behalf of our Company. In general, the supervisor must approve gifts to customers or guests regardless of their value.

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Mutual Respect and Equality

SUSS MicroTec respects the internationally accepted human rights and supports them. We respect the personal dignity, privacy, and personal rights of each individual. Additionally we promote equal opportunities and do not accept discrimination at hiring people or at promotions. We work with individuals of different ethnic backgrounds, cultures, religions, and ages, regardless of disability, skin color, sexual identity, ideology, and gender. In accordance with our laws and those of the countries in which we operate, we generally do not tolerate any discrimination based on these attributes, sexual harassment, or other personal attacks on individuals. All of this holds as well for the existing policies or guidelines of subsidiaries, such as *employee manuals*.

These principles apply both to internal collaboration and to conduct toward external partners. We make decisions regarding personnel, suppliers, customers, business partners, etc. exclusively on the basis of objective considerations, but never for subjective reasons such as discrimination or coercion.

Dealing with Business Partners and Representatives of Government Bodies

The principles for mutual respect and equality also apply for dealing with business partners. Suppliers, customers, and partners are to be treated fairly. SUSS MicroTec expects the same from its suppliers and customers.

Decision-making processes should be driven only by objective considerations. Our customer and supplier relationships are based on quality, reliability, competitive prices, and other objective criteria.

Therefore, no employee may demand or accept personal benefits such as payments, presents, or other valuable gratuities while interacting with suppliers, customers, other business partners, or office holders. We expect every employee to notify his supervisor if he receives corresponding offers from a business partner. The supervisor must approve the acceptance of invitations from business partners in advance if they are not related to official business.

Similarly, employees of other companies or representatives of government bodies in or outside of Germany may not be promised or granted any personal benefits in exchange for preferential treatment in connection with activities on behalf of our Company. In particular, such promises are prohibited that given their nature and magnitude could influence improperly the actions and decisions of the recipient.

Incidental gifts, or other gratuities of minimal value (< EUR 50) of which it can be precluded in advance that they influence any business or administrative decision are exempt from the aforementioned restrictions. The Hospitality limits is at 100 €. Hospitality does not only include invitations to dinner, but also to frame programs and other events.

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Environmental Protection

Environmental protection, health, and safety as well as the well-being of every employee has a high priority at SUSS MicroTec. In our daily business not only economical but also ecological aspects are considered. The environment and social aspects are equally important to us.

Every individual employee has the responsibility to carefully consider the natural resources and to protect them. The improvement of the ecological characteristics of our products is a vital part of the research and development work at SUSS MicroTec.

D. Competition and Antitrust Law

The name SUSS MicroTec stands for innovation, technological leadership, transparency, fairness and customer orientation. Promoting fair competition coincides with our business policies. Therefore, all employees are required to obey antitrust laws and regulations. Corruption and non-compliance with cartel regulations not only compromise the reputation of the group but can also endanger the whole business operation. Restrictive trade practices or other non-legal financial donations are not an option for getting a customer order. SUSS MicroTec and its employees rather reject or lose an order than getting it by non-compliance with rules and regulations.

In cases of doubt regarding competition regulations, the employee should contact the legal department at an early stage.

Anti-corruption

The company gains its orders in a fair manner, through customer orientation, innovation and technologically advanced products. Employees are not allowed, in connection with their work for SUSS MicroTec to provide, to promise or to grant, directly or indirectly, unjustified advantages. Neither cash payments nor other benefits may be made if they are capable of influencing the decisions and / or to lead to an unjustified advantage.

As mentioned already in the section dealing with business partners and government officials, no employee may use his/her professional position at SUSS MicroTec to gain (personal) benefits or to demand those benefits.

Horizontal Competition Agreements

In particular, arrangements and collusion between competitors ("horizontal competition agreements") which are designed to prevent or restrict competition are prohibited. These include, for example, agreements on prices, offers, and allocations of customers, sales conditions, production or sales quotas, or the dividing of geographic markets.

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The prohibition covers not only arrangements, meaning explicit agreements, but also collusion as a result of unilateral declarations (e.g. announcements of price increases with the intention of triggering similar reactions from competitors).

In the course of contact with competitors, it must always be ensured that no information is obtained or given which permits any inferences to be drawn about the current or future market conduct of the party providing the information.

The strict principles of European antitrust law are to be followed regarding horizontal competition agreements worldwide, regardless of the possibility that local guidelines may be lacking or less rigorous.

Vertical Competition Agreements

Many vertical restrictions of competition, such as agreements and arrangements between suppliers and customers or patent holders and licensees, are also prohibited in Germany, the EU, and the USA – although with slight differences.

These include restraints on the customer's freedom to set prices or establish supplier relationships with business partners (geographic, personnel-related, or substantive restrictions), certain most-favored-customer clauses, exclusive dealing and supply arrangements, and non-competition agreements.

In many cases, the admissibility and, as a result, effectuality of a restraint depend on its duration and intensity and the market position of the participants.

Abuse of a Dominant Market Position

As a rule, the abuse of a dominant market position is prohibited in Germany, the EU, and the USA – although with slight differences. Such an abuse can exist, for example, in the case of the differential treatment of customers without good cause ("ban on discrimination"), refusal to supply, selective marketing, the imposition of inappropriate purchase or sale prices and conditions, or tie-in arrangements without justification for the additional services demanded.

The definition of a dominant market position as well as the limits within which a given conduct is still admissible depend on the circumstances of the individual case. SUSS MicroTec employees should pay particular attention to issues of antitrust law given our position in the market on which we focus and with regard to certain products.

Donations and Sponsoring

We generally do not donate or sponsor any domestic or foreign political parties or political organizations. Donations and sponsorship activities for sporting events, fund raisers or the like are subject to approval by the management board.

E. Disclosure in Public Reporting and Communications

SUSS MicroTec Group is primarily focused on the sustainable development of the Company. We take into account not only the interests of our shareholders, but also those of our customers, employees, suppliers, creditors, and other stakeholders.

The applicable laws, articles of incorporation, and internationally recognized standards summarized in the German Corporate Governance Code establish the basic parameters for a responsible, transparent, and value creation-oriented corporate governance. By accepting the German Corporate Governance Code, SUSS MicroTec Group has committed itself to transparent corporate governance. A significant prerequisite for this is the timely and simultaneous disclosure of information to all stakeholders.

For this reason, all employees are obligated to observe and comply with the Company's communication guidelines, which are stipulated in the Compliance Manual. In particular, employees must review carefully and analyze critically any planned disclosures within their areas of responsibility for accuracy and completeness. Our paramount objective is to not knowingly misrepresent relevant facts or to present them in a misleading fashion, or to cause others to do so.

Furthermore, in accordance with the German Securities Trading Law (WpHG) all employees of SUSS MicroTec Group are enjoined without exception from:

- Purchasing or selling shares or other securities of SUSS MicroTec SE which are publicly traded (so-called insider securities) for their own or others' accounts while using insider information, regardless of whether this information was obtained at work or from third parties
- Disclosing or making available insider information to another individual without authorization
- Recommending the purchase or sale of securities or otherwise persuading someone else to do so based on insider information

Insider information is any specific information about circumstances not known by the public which relates to a SUSS MicroTec Group company or its securities and which has the potential of significantly influencing the exchange or market price of the securities in the event of its public disclosure.

As a rule, employees of SUSS MicroTec Group are permitted to trade in the shares or other securities of SUSS MicroTec SE as long as they adhere to the **Insider Regulations** ("Insider Trading Catalogue," "Insider Regulation Supplement").

F. Handling Company Property and Expertise

In addition, every employee is obligated to handle Company property in a responsible manner. Company property includes equipment and communication facilities, as well as intangible assets, such as expertise and commercial property rights.

Our inventions, patents, brands, and expertise are of particular importance to the long-term success of our Company. Employees must use their knowledge about confidential internal company developments exclusively for Company-related purposes. Such information must always be kept confidential and protected against unauthorized access by third parties. This also applies to confidential information shared with us by third parties. "Third parties" in this sense also refers to family members or SUSS MicroTec employees who have no official knowledge of the respective plan or development.

This obligation remains in effect following termination of the work relationship. This includes a ban on the publication of internal, confidential or customer-specific information to a third party via a social network or by other means of publication.

G. Data Protection

Personal data may only be collected, processed, or used if this is necessary for specified, explicit, and legitimate purposes. A high standard must be maintained for data quality and technical safeguards against unauthorized access. The use of data must be transparent to the data subjects, and their rights to obtain and correct data must be protected. The same applies to their rights to object or to have data locked or deleted, if applicable.

Some legal systems (e.g. the EU) observe stricter laws and regulations regarding the storage and usage of personal data. We expect that all employees will inform themselves about relevant regulations and comply accordingly in order to protect the personal rights of others. This applies in particular for handling customer and supplier data as well as for all other business partners. Every employee is encouraged to devote particular attention to the protection of confidential data.

H. Safety and Health

The health and safety of our employees in the workplace has a high priority for us. Each individual shares responsibility for supporting SUSS MicroTec's efforts to create a secure and healthful work environment. The work environment has to be conform to the health and safety requirements. Employees are therefore urged to report violations of these principles im-

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mediately to the appropriate offices within the Company. Any deficiencies should be remedied at once.

Strict adherence to our safety guidelines and policies in the daily workplace is absolutely required. Exercising responsibility toward employees and colleagues is the best possible precaution against the danger of accidents. This applies to:

- Technical design of work areas, facilities, and processes
- Safety management
- Personal conduct in the daily workplace

I. Reporting Violations and Concerns

If an employee has reason to believe that applicable laws, legal guidelines, or this Code may have been violated, he or she should report the suspected violation immediately to his or her supervisor or one of the offices specified below – anonymously, if preferred. Senior Management should notify either their direct supervisor or the Management Board of SUSS MicroTec SE. In turn, the members of the Management Board will report on compliance issues directly to the Company's Supervisory Board.

The Company will not take any disciplinary actions against employees who have reported such violations in good faith.

Contact:

Investor Relations/Compliance
Phone: +49 (0)89-32007-161
Email: ir@suss.com

Legal Department
Phone: +49 (0)89-32007-244
Email: legal@suss.com

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Examples for dealing with presents and other donations

Employees of SUSS MicroTec (at home and abroad) are not permitted to offer, grant, or promise an advantage to customers, suppliers or other business partners. Additionally, the company expects that no personal benefits may be demanded or taken from business partners:

- Monetary gifts are prohibited.
- The following value limits should be observed:
 - Hospitality for/from business partners: 100 € (per person/per day)
 - Gifts for/from business partners: 50 €
- Even if taking into account the regional and cultural characteristics, the above-set value limits and boundaries may not be changed arbitrarily.
- Critical are:
 - Payment of overnight accommodation, transportation, and social program costs for spouses by the business partners.
 - Invitations / gifts in advance of an order decision / pre-contractual, even if they are not directly related, are prohibited
- In order not to burden the business relationship through the gift / invitation rejection, the compliance program can be quoted. Gifts that cannot be rejected should be made available to the Company.
- Business travel and visits to trade fairs may only be carried out under the rules of the travel expenses policy



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