

# CODE OF BUSINESS CONDUCT

## MESSAGE FROM THE CEO

As a leading supplier of semiconductor wafer processing equipment and process solutions, it is good to notice that our innovation power comes directly from all of us, our people. Our ability to think creatively in collaborations, interactions, and innovative ideas to develop equipment and technology of the highest quality is what shapes us and keeps us ahead of what is next.

Our culture of trust, transparency and taking accountability gives our people the opportunity to develop their very best versions of themselves. At ASM, you are exposed to complex and demanding business situations to meet our ever-evolving customer needs and pushing all of you to take ownership. All of this is important for our success. At the same time, we need to bear in mind that the way in which we work and how we interact with our society is equally important. By conducting our business responsibly and role modelling our behaviours in society, we ensure that our success remains sustainable.

ASM's Code of Business Conduct reflects how we, as individuals, demonstrate ethical behavior in everyday interactions in accordance to the values of ASM and at the same time, how we as a company operate in all the countries we are present, as a socially responsible citizen. In today's increasingly complex world, I realize it may not always be as clear and easy how to act and react in each situation. The Code provides you with our rules and values and serves as a guide in your day-to-day behavior. As there will always be dilemma's, we should all assure that we can discuss these and come to the best solution.

We expect everyone, all our people, to take responsibility for abiding by this Code of Business Conduct and support others in doing so as well. The same obligation applies to those who work for ASM on a temporary basis.

We strongly encourage you to speak up in case you notice anything outside the ordinary course of business, something which you suspect violates our Code of Business Conduct. Such speaking up can help us improve our company, day after day. And rest assured: we protect all reporting in good faith, based on our non-retaliation approach.

We are committed to operating in a sustainable way. I believe that conducting our business in accordance with the ASM values and Code of Business Conduct will ensure continued growth for the benefit of all our employees and other stakeholders, and the well-being of the communities in which we live and work.

Benjamin Loh  
CEO

## **WHAT IS THE ASM CODE OF BUSINESS CONDUCT**

This Code contains the basic principles on ethics and responsible business conduct that each employee must adhere to when acting for or on behalf of ASM. This ASM Code of Business Conduct (“Code”) is about HOW we want to behave ourselves in business: by doing business responsibly. Responsible business conduct goes beyond merely adhering to the letter and spirit of the law: at ASM we choose to act ethically at all times.

### **1. RESPECT IN ALL RELATIONSHIPS**

At ASM we respect each other, focus on teamwork and avoid all forms of discrimination, intimidation and aggression. We work as a team and treat our colleagues with respect and fairness: teams work better thanks to diversity and complementary contributions.

At ASM we offer equal rights and opportunities to all individuals: we remunerate and promote employees based on individual merit, results, potential, skills and experience.

ASM rejects unethical conduct such as child labor, forced labor and other abuses of people and animals as a workforce. We respect and support internationally recognized human rights of all stakeholders, for example the right of employees to join legally recognized labor unions and enter into collective bargaining.

### **2. PEOPLE SAFETY**

Safety comes first, at all times, for all involved. ASM is committed to creating sustainable, safe, and healthy working environments for its employees and other stakeholders. We believe in Zero Harm! and drive to eliminate safety and health exposures, for employees, customers, and suppliers alike. We have the right and the obligation to stop activities that are unsafe.

### **3. CONFLICTS OF INTEREST AND ANCILLARY ACTIVITIES**

We respect the privacy of employees and are generally not concerned with what people do outside of work. However, conflicts of interest can arise if your personal, social or financial activities or relationships influence your business decisions and conduct, or when such activities or relationships appear to influence them. Employees are expected to perform their duties for our Company effectively and objectively. It is crucial that any and all business decisions are taken only in the interest of our Company. We do not allow a private interest to be a factor in decision-making. Employees must avoid even the appearance of a conflict of interest; a perceived conflict of interest will likely be damaging to both your reputation and the reputation of our Company.

### **4. COMPANY RESOURCES, IP, ICT**

Employees are responsible for the proper use and protection of ASM’s resources. Company resources include financial, physical and intangible assets, such as for example machines, tools, vehicles, financial resources, data, software, innovations, brands, intellectual property rights and know how.

Company resources should be used and treated in a careful manner and for their intended business purpose only. Employees are expected to protect the Company resources against loss, damage, theft, disclosure, misuse and the like. Each employee is to respect the assets of third parties, including business partners, customers and other employees.

Incidental private use of a company telephone, computer or other equipment is permitted, if the use, content and quantity do not hinder, delay or harm the business operations of ASM or the functioning of employees and the costs to the Company are negligible. It is ASM's policy to fully comply with license agreements that govern the use of software.

## **5. E-MAIL, INTERNET, CYBER SECURITY**

The e-mail system and internet facilities that employees are provided with should be used in line with this Code. IT related assets and facilities should not be used in an unethical or illegal way or in a manner that possibly damages or discredits the Company, its employees, business partners or customers. All communications and information transmitted by, received from, created or stored in the computer system are company records of ASM. ASM may monitor the use of the company phone, computer or other company equipment and ICT assets.

## **6. CONFIDENTIAL INFORMATION**

We act in a reliable and professional manner when dealing with confidential information. Confidential information is company information which is not made public and possibly of value. It includes all non-public information that might be of use to competitors or harmful to our Company, our customers, business partners or other stakeholders, if made known. It also includes confidential information which could be of interest to someone wishing to invest in shares or options. We also have access to very sensitive customer information which may not in any manner be made available to other customers or third parties.

## **7. PRIVACY AND DATA PROTECTION**

We honor the privacy rights of employees, customers, subcontractors, vendors and other business partners. We treat personal data of employees, customers and business partners responsibly. Access to privacy-sensitive information is restricted to people with a legitimate business purpose and need to know. We only process privacy data in line with our policies.

## **8. COMMUNICATION (INCLUDING SOCIAL MEDIA)**

Act ethically, with integrity and conscientious when you communicate about ASM. Communication with third parties should be appropriate and correct, and not damage the reputation of our Company. Make sure you have the appropriate approval before sharing information about ASM, its products, projects or work with third parties.

Be especially careful when writing communications that might be published. This includes postings on the internet. If you participate in on-line forums, blogs, newsgroups, chat rooms, or bulletin boards, never give the impression that you are speaking on behalf of ASM unless you are specifically authorized to do so in writing by the Chief Marketing Officer or General Counsel. Before you hit the 'send' button, think carefully, as these types of communications may live forever.

## **9. GIFTS, ENTERTAINMENT AND HOSPITALITY**

Gifts and entertainment should be modest and appropriate in the circumstances at all times. Gifts and entertainment are used to strengthen business relationships and build goodwill. We offer and accept gifts and entertainment in a transparent manner and will not offer or accept them if they might harm or damage the reputation or interests of the Company, yourself or the recipient. Accepting and providing reasonable business entertainment (lunch, dinner, theatre, events) in the course of the Company's business is acceptable, provided it is done moderately, infrequently, with the right intention and timing.

Special attention should be given to government officials and employees of a companies of which the government is a majority shareholder. We do not provide any gifts or entertainment to government officials at all.

**10. ENVIRONMENTAL COMMITMENTS**

At ASM our approach to environmental stewardship starts with our philosophy of ZERO HARM!. We believe that we can make the world a better place through responsibly managing our energy and water consumption, our product environmental footprint, and our enabling technologies. To drive this, we set global environmental targets, and we measure and report our progress annually.

**11. CHOOSE RESPECTABLE BUSINESS PARTNERS**

At ASM we establish and maintain fair and trusted business relations with suppliers, customers, subcontractors and other business partners. Our business partners should live up to the same or similar integrity values as defined in this Code and help us to achieve our goals and integrity commitments.

**12. ACCURATE COMMUNICATIONS AND REPORTING, FINANCIAL AND NON-FINANCIAL RECORDS**

To make informed business decisions we need reliable data. Therefore, it is essential that we have access to all relevant data. You have the duty to ensure that Company documents, financial and non-financial, records, reports, communications and supporting documents are accurate, complete, consistent, up-to-date and filed correctly. Financial records and supporting documents describe and reflect the true nature of the underlying transactions. All records are subject to audit. Undisclosed or unrecorded accounts, sums of money or assets shall not be maintained or established.

**13. FRAUD**

At ASM we believe in integrity and in behaving fairly and honestly in all circumstances. We do not accept any fraudulent behavior, which is behavior that is intended to deceive or mislead others. This includes theft, falsifying invoices or other documents (like putting wrong dates on a document), and helping dishonest transactions of any kind.

**14. COMPLIANCE WITH OTHER LAWS LIKE TRADE RESTRICTIONS, CUSTOMS**

It is ASM’s policy to comply with all applicable laws. International trade restrictions may apply and either prohibit business with certain countries, companies and organizations, or dealing with restricted technology, or provide specific rules to comply with. There might be special rules for transactions with governments. No employee has authority to violate any law or to direct another employee or any other person to violate any law on behalf of ASM.

**15. GOVERNMENT INVESTIGATIONS & PROCEEDINGS**

In case of an investigation, proceeding or raid from any legitimate local Government, each employee must cooperate. If a surprise visit by the national (competition) authorities, European Commission or other governmental bodies, takes place (‘dawn raid’) you should immediately inform the ASM Legal Department and General Counsel and consult the dawn raid manual as provided for on the website of the ASM Legal Department. The manual provides instructions for employees.