



# Code of Business Conduct & Ethics

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*Maintaining the highest standards of integrity is a responsibility we all share. When we do that consistently, with every decision and every interaction, we protect our people, our company, and the trust we've worked hard to earn.*

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At MKS, integrity is not a box we check, it's core to who we are and how we work every day. It shapes how we make decisions, how we treat one another, and how we show up for our customers and partners around the world. It is a Guiding Principle.

Our Code of Business Conduct and Ethics establishes the standards that guide every decision we make as directors, officers and employees of MKS Inc. and all of our subsidiaries. It sets clear expectations and gives us a shared foundation for doing the right thing, honestly, responsibly, and in full compliance with the laws and regulations wherever we operate. But at the end of the day, integrity isn't about a document, it's about the choices we make, every day.

Each of us plays an essential role in upholding the standards that define who we are as a company. When something doesn't feel right, I expect—and encourage—you to pause, ask questions, and speak up. Acting with integrity is a shared responsibility, and it is not one you are ever expected to carry alone. Your manager, our Human Resources team, or our Integrity & Compliance team are all available to support you. I strongly encourage you to use these resources whenever you need guidance or have concerns.

Maintaining the highest standards of integrity is a responsibility we all share. When we do that consistently, with every decision and every interaction, we protect our people, our company, and the trust we've worked hard to earn.

John T.C. Lee  
 Chief Executive Officer and President  
 MKS Inc.

# Our Vision

Enabling Technologies  
That Transform  
Our World

# Our Mission

Innovation Leader  
and Trusted Partner  
Pushing the Boundaries  
of Possibility

## Guiding Principles

### ↳ GROW | Enabling Sustainable & Profitable Growth

- Solve the customer's most critical problems
- Identify & invest in high growth areas
- Lead in financial performance

### ↳ WIN | Win as a Team

- Think holistically
  - Enterprise
  - Organization
  - Individual
- Develop & engage our people
- Honor mutual respect & constructive candor
- Leverage diverse thoughts & experiences by fostering inclusion & equity

### ↳ INNOVATE | Innovation is a Core Capability

- Courage to bring new thinking & ideas
- Drive accelerated cadence & breakthroughs
- Vigilant for new opportunities & disruptions

### ↳ OWN | Own It!

- Accountability at the team & individual level
- Disciplined Continuous Improvement across all organizations
- Commitment to integrity, compliance & safety
- Bring your best game—every day



**Our Integrity**

## Compliance with Laws, Rules and Regulations

It is critical that all of us—employees, officers and directors—comply with all laws, rules and regulations applicable to MKS Inc. and all of our subsidiaries (collectively, “MKS” or the “Company”) wherever we do business. This requires us to use good judgment and common sense in seeking to comply with all applicable laws, rules and regulations. In situations where you may be uncertain about the right decision or course of action, ask for advice from your manager, Human Resources, the Legal Department or the Integrity & Compliance team.

If you become aware of the violation of any law, rule or regulation by the Company, whether by its officers, employees or directors, we encourage you to promptly report the matter to your manager, Human Resources, or the Integrity & Compliance team, or through the MKS Compliance Hotline (see “How to Report an Issue” on page 26 for additional information).

It is most efficient for MKS to address matters internally. However, you should feel free to report any illegal activity, including any violation of any federal, state or foreign law, to the appropriate regulatory authority. This Code of Business Conduct and Ethics (“Code”) will not prohibit you from participating or assisting in any government proceeding or investigation.

## Conflicts of Interest

It is important that we all refrain from engaging in any activity or having a personal interest that presents a real, potential or perceived “conflict of interest.” A conflict of interest exists when personal interests, such as personal relationships, financial stakes, or outside employment, influence your judgement or your ability to act in MKS’ best interests. While we can’t describe all activity that could create a conflict of interest, some common examples of potential conflicts include:

*A conflict of interest can arise whenever you take action or have an interest that prevents you from performing your Company duties and responsibilities honestly, objectively and effectively.*

➔ **Financial Interests.** It may be a conflict if an employee, officer or director (or a member of his or her family) has a financial interest in a company that does business or competes with MKS or could otherwise affect MKS’ business.

➔ **Outside Employment or Consulting Services.** Employees and officers should not work for or consult with any company or business that competes with MKS or does a material amount of business with MKS, or otherwise creates the appearance of a conflict of interest, or that negatively impacts their work for MKS. Directors should not perform services for a significant competitor, or any other company that creates a material conflict of interest.

➔ **Outside Board Service.** Employees and officers may not serve on the board of directors of any for-profit company unless approved in advance by the MKS Legal Department or the Integrity & Compliance team. Directors should not serve as a director for a significant competitor, or any other company that creates a material conflict of interest.

➔ **Personal Relationships.** Working with relatives or others with whom an employee has close personal relationships can, in some instances, present a conflict of interest. Employees and officers may not supervise, review or influence the job evaluation of any immediate family members or individuals with whom they have close personal or romantic relationship, unless approved in advance by the MKS Chief Human Resources Officer. We want to avoid situations where loyalty to another individual may impair objective decision making or internal controls or increase the risk of unauthorized exchange of confidential information.

➔ **Gifts and Hospitality.** Offering or accepting gifts, meals, entertainment, or other hospitality may create a conflict of interest, or the appearance of one, if they influence or appear to influence business decisions. You should never offer or accept gifts or hospitality that could compromise—or reasonably be perceived to compromise—your objectivity, judgment, or decision making on behalf of MKS.

### ↳ Use of MKS' Name, Property, or Confidential Information.

You should not use the name, property, proprietary or confidential information, or goodwill of MKS or any of its partners for personal gain or for the gain of others.

If you think a situation may be, or may appear to be, a conflict of interest, you are obligated to notify the Company. You can declare conflicts of interest to your manager, Human Resources, or the Integrity & Compliance team.

#### Learn More:

[Global Conflict of Interest Policy](#)

#### Staying Objective at MKS

- *Personal interests must never interfere with your responsibilities at MKS.*
- *Declare potential conflicts early.*
- *Keep work decisions objective and free from undue influence.*
- *Protect MKS' confidential information and resources.*
- *When in doubt, seek guidance.*

## Honest and Ethical Fair Dealing

We should always endeavor to deal honestly, ethically, and fairly with our suppliers, customers, competitors and employees. Statements regarding MKS products and services must not be untrue, misleading, deceptive, or fraudulent. We must never take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of fact or any other unfair-dealing practice.

## Preventing Bribery, Corruption and Money Laundering

As a global company, we take our obligation to comply with international anti-corruption laws seriously. Bribes and kickbacks are criminal acts, strictly prohibited by law. You may never offer, give, solicit, or receive any form of bribe or kickback. You may never directly or indirectly offer or make a corrupt or improper payment to any government official or private sector employee anywhere in the world. This prohibition includes using third parties, such as agents, distributors, consultants, channel partners, customs brokers, or any other intermediary, to make improper payments or to do anything on MKS' behalf that we ourselves are not permitted to do.



MKS prohibits facilitation payments. Facilitation payments are unofficial payments—often described as “small” or “speed up” payments—made to a government official to secure or expedite routine governmental actions. These payments are considered bribes under this Code and are prohibited at all times, even if they are customary in certain countries.

MKS also prohibits the use of Company funds, assets, or personnel to make political contributions or support any political party or candidate for public office in any jurisdiction. Examples of political contributions include, but are not limited to, giving money to political candidates or organizations, using company staff, time, or property for political activities, or guaranteeing loans for political parties.

*A **Government Official** may include, but is not limited to, any official or employee of a government or public international organization, member of a political party, candidate for political office, or any official or employee of a state-owned business enterprise. This also includes individuals that act on behalf of such entities such as agents or consultants.*

*A **Private Sector Employee** includes any individual who is employed by a non-governmental entity, including corporations, partnerships, and other commercial entities.*



MKS has adopted a **Global Anti-Corruption Policy** to educate our directors, officers, employees, channel partners and other agents regarding their obligations under these anti-corruption laws—which include, for example, the US Foreign Corrupt Practices Act and the UK Bribery Act—and to help ensure compliance with these laws. Our policy prohibits payments of anything of value to improperly influence someone to act or refrain from acting in a way that benefits MKS.

The complete Policy and related jurisdictional addendums are posted to the Company's electronic policy database and the Legal Department's MKS Insight page.

Money laundering involves hiding or disguising the proceeds of criminal activities through otherwise legitimate business transactions. MKS must ensure that we do not receive the proceeds of criminal activities or otherwise become involved in such activities, even inadvertently. To avoid doing so, we must maintain and follow procedures to obtain, record and verify the identity of entities with which we conduct business, monitor transactions and look out for signs of questionable transactions that may involve money laundering. Some examples of questionable transactions include payments in cash, and payments from customers made from multiple accounts or accounts outside of the country in which the customer operates.

**Learn More:**  
[Anti-Corruption Policy](#)

#### **What Counts as an Improper Payment?**

**Bribes:** Any offer, promise, or transfer of anything of value intended to secure an unfair or improper business advantage. If a bribe is offered but not actually paid, it still counts as a bribe.

**Kickbacks:** Payments or benefits provided in return for awarding business, approving a transaction, or otherwise giving favorable treatment.

**Facilitation Payments:** Small payments made to a government official to speed up routine government actions (such as customs clearance, permits, or basic services).

## Gifts and Gratuities

At MKS, we avoid even the appearance of impropriety in our business relationships. Gifts, hospitality, and other business courtesies must always comply with our Company policies and all local laws.

Because gifts and hospitality can create real or perceived conflicts of interest, they must always be offered or accepted thoughtfully and with good judgment. To ensure transparency and integrity in our business relationships, all gifts and hospitality must be:

- ↳ Customary and legally permissible
- ↳ Connected to a legitimate business purpose
- ↳ Reasonable and proportionate in value
- ↳ Free of any expectation of influence or obligation
- ↳ Provided openly and transparently
- ↳ Documented, reviewed, and approved in accordance with MKS policies

In addition, you must not accept, or permit any member of your family to accept, any gifts, hospitality or other favors from any customer, supplier or other person doing or seeking to do business with the Company, except for items that are modest, reasonable, and of proportional value. If you or a family member receive something that does not meet these standards, immediately return it and report it to your manager, or the Integrity & Compliance team. If immediate return is not practical, turn the gifts over to MKS for charitable donation or other appropriate disposition.

#### **Learn More:**

[Anti-Corruption Policy](#)  
[Travel and Expense Policies](#)  
[Internal Gift Giving Policy](#)



**Our Employees**

## Respect in the Workplace

We are committed to fostering a workplace where all employees are treated with professionalism, dignity, and respect. A respectful environment enables us to collaborate effectively, learn from one another, solve problems together, and deliver results. All employees are expected to:

- ↳ Act with professionalism and respect in all interactions.
- ↳ Value differing perspectives and work constructively across teams and cultures.
- ↳ Contribute to a workplace free from disruptive, disrespectful, or exclusionary behavior.

Each of us shares a responsibility for maintaining a positive work environment grounded in accountability and mutual respect. How we show up and treat one another each day shapes our culture and enables everyone to do their best work. Conduct that undermines this environment will not be tolerated.

*Mutual respect is foundational to our culture and to how we work together.*

## Health and Safety

Well-trained and aware employees are our best defense against preventable accidents. We emphasize individual responsibility for safety by all employees and at all levels of management. Every employee adds value to our workplace by identifying and reporting potential safety hazards or concerns and we value your partnership in implementing effective solutions. We need your help to achieve these goals. Together, we can maintain a safe and healthy workplace while providing quality products and acting as a responsible neighbor in our communities where we operate.

We strive to conduct all business activities in a safe, responsible, and sustainable manner that respects our employees, customers, the environment, and the global community and complies with all applicable legal requirements where we operate. Health and safety considerations are integral to our business decisions, operations, and continuous improvement efforts. Our goal is to ensure that all employees understand, promote and assist in the implementation of the **Environmental, Health and Safety (EHS) Policy**, and adhere to the following principles:

- ↳ We will work to identify hazards, assess risks, and eliminate or control unsafe conditions in our workplaces to prevent work-related injuries, illnesses, and losses. All reported concerns will be reviewed and investigated, and appropriate action will be taken as necessary.
- ↳ We are all responsible for performing our job activities in a safe and reasonable manner in accordance with safety training, job-specific instructions, and applicable EHS regulations.
- ↳ Employees will promptly report any occupational injury or illness to their manager or through established Company reporting channels.
- ↳ We are committed to providing prompt medical care, fair benefits, and supporting return to work wherever possible.
- ↳ All management levels are accountable for demonstrating leadership and ensuring effective implementation of our EHS programs.
- ↳ We will comply with all applicable EHS regulatory requirements.
- ↳ We will work together with our employees, customers, communities and other interested parties to continuously improve our EHS programs.
- ↳ We will set and review health and safety goals and objectives with respect to protecting our employees from injury and illness and improving overall safety procedures.

To maintain a safe work environment, every employee is expected to ensure their performance is not impacted by the use of alcohol, marijuana (where legalized), illegal drugs, or prescription or over-the-counter medication that may impact their ability to perform job duties safely. Moderate alcohol consumption is permitted at Company-sponsored events only where authorized and conducted in accordance with Company policy and applicable law.

*We each play a role in upholding this standard by making objective decisions and treating others with respect.*

**Learn More:**

[EHS Policy](#)

[Incident Reporting Policy](#)

**Equal Employment Opportunity**

MKS is committed to providing equal employment opportunity in all aspects of employment, including recruiting, hiring, development, promotion, compensation, and termination.

Our decisions are based on qualifications, merit, and business needs. We do not make employment decisions based on characteristics protected under applicable law, including an applicant’s or employee’s race, color, religion, sex (including pregnancy and pregnancy-related conditions), sexual orientation, gender identity and expression, national origin, age, disability, genetic information, veteran or military status, or any other legally protected status or any other status protected by applicable law.

**Preventing Harassment/Sexual Harassment and Workplace Violence**

We are committed to a workplace free from harassment – sexual harassment, intimidation, and violence. Harassment based on any characteristics protected by law or Company policy is strictly prohibited. Unwelcome conduct of any kind that creates an intimidating, hostile, or offensive work environment is not acceptable at MKS and is inconsistent with our commitment to treating everyone with respect and dignity and to maintaining a professional, inclusive workplace.

This standard applies to all work-related settings, including but not limited to:

- ➔ Company property
- ➔ Business travel
- ➔ Customer or vendor locations
- ➔ Company-sponsored events and other work-related activities, whether on-site or off-site

Harassment or other inappropriate conduct by employees, managers, or third parties—such as customers, contractors, or vendors—will not be tolerated.

MKS is also committed to a workplace that is free from violence and intimidation. MKS will not tolerate any implicit or explicit threats, intimidation, bullying, aggressive behavior, harassment, violence, or any act that could cause physical or psychological harm in the workplace. Weapons of any kind are strictly prohibited on Company property, in Company vehicles, or while conducting Company business, unless expressly approved by the Global Security Officer and General Counsel.

Concerns related to harassment should be reported promptly to your manager or Human Resources. Concerns involving workplace violence should be reported promptly to your manager, Human Resources, or the Global Security Team.

More information and resources about harassment and workplace violence can be found in **MKS’ Employee Handbooks** and related Company policies.

**Know the Signs**

*Harassment or workplace violence may include:*

- Unwelcome comments, jokes, images, or gestures
- Bullying, intimidation, or hostile behavior
- Threats—explicit or implied—or aggressive conduct
- Unwanted physical contact
- Conduct that causes others to feel unsafe or intimidated

## Human Rights and Combating Human Trafficking

We are committed to respecting human rights and treating all workers with dignity and respect. We are also committed to conducting business in a manner consistent with internationally recognized labor and human rights standards, as well as applicable laws and regulations.

We prohibit all forms of human trafficking, forced labor, and child labor within our operations. MKS maintains a zero-tolerance approach to engaging in trafficking in persons, using forced labor, tampering with or denying access to identification and immigration records, and engaging in fraudulent or otherwise illegal recruiting practices.

Child labor is strictly prohibited in any stage of manufacturing. For purposes of this policy, the term “child” refers to any person under the minimum legal working age in the applicable jurisdiction or under the age of fifteen (15), whichever is greatest.

These standards apply to our employees, contractors, suppliers, and business partners. We expect our suppliers and business partners to uphold equivalent standards as a condition of doing business with MKS.

### Learn More:

[Human Rights and Labor Standards Policy](#)

[Statement on Human Trafficking and Modern Slavery](#)

[Conflict Minerals Policy](#)





# Our Information

## Data Privacy

As a global business, MKS is subject to numerous data privacy laws and regulations that govern the collection, use, transfer, and storage of personal data. Personal data refers to any information that reveals someone's identity, including, for example, an address, phone number, email, or tax identification number.

We collect and process personal data as needed or as appropriate for business purposes. We take reasonable measures to safeguard the security and confidentiality of Company records containing personal data. Protecting this information helps maintain trust in MKS and its products and services. MKS has adopted a **Global Data Privacy Policy**, which provides rules and principles to ensure the safe handling of personal data across the organization. This policy is available on the Company's electronic policy database and on the Legal Department's MKS Insight page. We have also adopted the **Employee Data Privacy Notice**, providing MKS officers and employees with information regarding the personal data that we might process before, during and after employment. In addition, we publish our Privacy Statement on our websites, setting forth our policies for the collection of personal data through our websites, product inquiry, and ordering process. As MKS officers and employees, we are each responsible for understanding, following, and adopting processes and controls to ensure compliance with applicable data privacy laws around the world.

If you have any questions about MKS' data privacy policies or procedures, please [mailto: privacy@mksinst.com](mailto:privacy@mksinst.com).

### Learn More:

[Global Data Privacy Policy](#)

[Employee Data Privacy Notice](#)

[Enterprise Data Governance Policy](#)

## Insider Trading

All MKS directors, officers and employees are prohibited by law and our **Insider Trading Policy** from trading in securities of MKS or other companies if they have material non-public information about MKS or such other companies—including our suppliers and customers. Additionally, we are all prohibited from communicating such information to others who might trade on the basis of that information, which is referred to as tipping. Non-public information should be considered material if there is a reasonable likelihood that it would be considered important to an investor in making an investment decision regarding the Company's securities or if the information, if made public, would likely affect the market price of certain securities.

In addition, directors, officers and employees may not purchase MKS securities on margin, borrow against MKS securities held in a margin account, pledge MKS securities as collateral for a loan, short sell MKS securities, purchase or sell puts and calls or other derivative securities based on MKS securities, or purchase financial instruments or engage in other transactions that hedge or offset, or are designed to hedge or offset, any decrease in the value of MKS securities.

To help ensure that we all do not engage in prohibited insider trading and to avoid even the appearance of an improper transaction, MKS maintains an **Insider Trading Policy**, which is available on the Company's electronic policy database and on the Legal Department's MKS Insight page. If a director, officer or an employee is uncertain about whether trading Company securities or the securities of any other company is permissible, the director, officer or employee should consult with the Legal Department before making any such purchase or sale.

### Learn More:

[Insider Trading Policy](#)

### What is Tipping?

*Tipping occurs when material, non public information is shared—intentionally or unintentionally—with another person, and that person trades (or may trade) securities based on that information.*

*Sharing inside information is illegal, even if you do not trade, do not intend for anyone to trade, and do not receive any personal benefit.*

## Accuracy of Books, Records and Public Reports

The integrity of the Company's books and records is critical to our success, maintaining the trust of our stockholders, and meeting legal and regulatory obligations. That's why we value every employee's commitment to accurately reporting all business transactions. The accuracy of our books and records ensures that our public reports are correct.

For example:

- ➔ All Company books, records and accounts must be maintained in accordance with all applicable regulations and standards and accurately reflect the true nature of the transactions they record.
- ➔ The financial statements of the Company must conform to generally accepted accounting rules and the Company's accounting policies.
- ➔ No undisclosed or unrecorded account or fund may be established for any purpose.
- ➔ No false or misleading entries may be made in the Company's books or records for any reason, and no disbursement of corporate funds or other corporate property may be made without adequate supporting documentation.

It is MKS' policy to provide full, fair, accurate, timely and understandable disclosure in reports and documents filed with, or submitted to, the Securities and Exchange Commission and in other public communications.

Officers and employees who are involved in the Company's accounting, financial reporting, or disclosure process must be familiar with and adhere to all applicable accounting processes, disclosure controls and

### Your Role in Financial Integrity

*You help protect MKS when you;*

- *Record transactions accurately and honestly in line with US GAAP and/or local statutory regulations*
- *Ensure transactions are supported by required approvals and documentation*
- *Perform internal controls over financial transactions and reporting*
- *Speak up if significant or unusual transactions or balances are identified*

procedures, and internal control over financial reporting, and take necessary steps to ensure that the Company's financial statements and related disclosures are full, fair, accurate, timely and understandable.

### Learn More:

[Global Accounting Policies](#)

## Protection and Proper Use of Corporate Assets

We rely on our corporate assets, including our intellectual property assets (such as ideas, inventions, know-how, formulas, methods, techniques, trade secrets, data, and other proprietary information), and our physical and electronic assets, to effectively conduct our business, achieve our objectives and maintain our competitive advantage. Our employees are our greatest safeguard for protecting MKS assets. Care, diligence and accountability will ensure we do not risk loss of our valuable corporate assets. Each employee must take necessary steps to ensure that:

- ➔ The Company's assets and services are used solely for advancing the legitimate business purposes of the Company and not for any personal benefit, except as expressly permitted by Company policy.
- ➔ No one takes as a personal opportunity any opportunity discovered through work for MKS or through the use of Company resources or information.
- ➔ No one uses property of MKS for any personal activity, except as expressly permitted by Company policy.
- ➔ The Company's intellectual property assets are kept confidential (see "Confidentiality" on page 23); and the Company's physical and electronic assets are safeguarded from loss, damage, theft, waste, cybersecurity threats, or improper use.

Additionally, employees involved in financial activities—including spending Company funds, approving transactions, managing budgets, interacting with third parties, or recording financial information—must act honestly, accurately, and in accordance with Company policies and applicable laws.

Employees are expected to:

- ↳ Use Company funds responsibly and only for authorized, legitimate business purposes.
- ↳ Follow all applicable finance, accounting, approval, and reimbursement policies and procedures.
- ↳ Ensure transactions are properly documented, accurately recorded, and supported by appropriate documentation.
- ↳ Obtain required reviews and approvals before committing Company funds or approving payments.
- ↳ Be alert to and report any suspected fraud, misuse, misappropriation, or irregular financial activity.

Fraud, theft, embezzlement, falsification of records, or misuse of Company funds or assets will not be tolerated.

**Learn More:**

[Acceptable Use Policy](#)

[Anti-Corruption Policy](#)

[Travel and Expense Policy](#)

## Cybersecurity and Information Security

Cybersecurity is critical to protecting MKS and our employees, customers, and other business partners. Secure information systems and networks enable us to conduct business, protect sensitive data, and maintain trust.

Every employee has a shared responsibility to protect MKS information systems and data from unauthorized access, misuse, loss, or cyber threats. This includes protecting Company networks, computers, mobile devices, cloud systems, software, and data—whether working onsite, remotely, or while traveling.

Employees are expected to:

- ↳ Use MKS information systems and technology responsibly and in accordance with Company policies and procedures and applicable laws and regulations.



- ↳ Protect access credentials, including usernames, passwords, and authentication tools, and never share them with others, including other employees and third parties.
- ↳ Safeguard Company data, customer data, and third-party data, including confidential, personal, and proprietary information, from unauthorized disclosure or improper access.
- ↳ Use only Company-approved hardware, software, and cloud services when conducting MKS business and comply with Company security requirements when accessing Company systems.

To protect our people, data, and operations, MKS takes reasonable and lawful steps to monitor and secure its information systems. Any such monitoring is conducted in accordance with applicable laws and Company policies.

**Learn More:**

[IT Acceptable Use Policy](#)

[Password Policy](#)

[Enterprise Protection of Company Assets Policy](#)

### Cybersecurity Red Flags

Be alert for:

- Unexpected emails, links, or attachments asking for credentials
- Requests to bypass security controls or approval processes
- Pop-ups or messages urging immediate action or secrecy
- Request for unauthorized access
- If you're unsure, **don't click—report it immediately.**

## Responsible Use of Artificial Intelligence

MKS recognizes the transformative potential of artificial intelligence (“AI”) technologies and is committed to using them responsibly, ethically, and in a manner consistent with our values, applicable laws, and Company policies.

To ensure responsible use of AI, MKS has adopted an **Artificial Intelligence (AI) Policy**, which sets forth MKS’ AI governance framework and guiding principles that employees are expected to follow, including reliability, privacy and security, fairness, transparency, accountability, compliance with laws and third-party rights, and protection from harm.

In developing and/or using AI-enabled tools, employees must:

- Ensure AI tools function as intended and deliver reliable results, through testing and continuous monitoring appropriate to the tool’s use and risk profile.
- Protect MKS, customer, supplier, and other business partner confidential and sensitive information, such as proprietary, business data, trade secrets, and personal data and only input such information into Company-approved AI tools in accordance with Company policies.

- Avoid bias and discrimination in outcomes and processes and respect and uphold fundamental human rights consistent with applicable law and Company policies.
- Be transparent as to how an AI tool works, what data it uses, the rationale behind its outputs and any limitations or risks.
- Ensure appropriate human oversight is maintained and AI-generated outputs are reviewed and validated before relying on them for decisions or actions.
- Comply with all applicable laws and regulations and respect the intellectual property rights of others.
- Obtain approval of new AI tools in accordance with applicable Company procedures before using them and do not circumvent established governance or controls.

MKS will continue to evaluate the responsible use of AI as technologies evolve and expects employees to exercise sound judgment and follow all applicable governance, security, and compliance requirements.

### Learn More:

[Artificial Intelligence Policy](#)





# Our Partners and the World

## Customer Relations and Quality Products

Our success is built on our dedication to deliver the best possible service to our customers. We strive to always treat our customers in a courteous and respectful manner and conduct business honestly and fairly and in compliance with applicable laws.

We're proud of the reputation our organization has earned for manufacturing products of the highest quality. To continue this growth and commitment to the highest quality, we need you to be aware of the importance that quality plays in the Company's stability and future development and maintaining customer trust. MKS is committed to the concept of "zero defects"—doing things right the first time and continuously improving our processes, products and services.

## Supplier Relations

A critical part of our business strategy is cultivating strong relationships with our supply chain. We hold our suppliers to high standards, requiring that they operate ethically and in compliance with all applicable laws and regulations and the Company's **Supplier Code of Conduct**, which provides standards and guidelines of conduct for all suppliers doing business with the Company worldwide and reflects our expectations regarding ethical behavior, labor practices, health and safety, environmental responsibility, and compliance.

### Stay Alert and Speak Up

*Be attentive to warning signs that may indicate ethical, legal or compliance risks. Raise concerns if a supplier:*

- *Requests cash, unusual payments, or third-party payments*
- *Resists due diligence, transparency, or audits*
- *Requests confidential pricing or competitive bidding information*
- *Suggests side deals, kickbacks, or off-contract arrangements*
- *Offers lavish gifts, hospitality, or favors*
- *Requests to meet outside of normal business channels*
- *Pressures you to bypass approval or procurement processes*

Employees who manage or interact with suppliers, either directly or indirectly, play a key role in protecting MKS from legal, financial, and reputational risk. These employees must comply with all applicable MKS procurement, sourcing and due diligence policies and processes and remain vigilant for signs of potential misconduct or non-compliance.

### Learn More:

[MKS Supplier Information](#)

[Global Purchasing Policy](#)



## Antitrust and Anticompetition

At MKS, we have achieved our position as a market leader by outperforming the competition, honestly and fairly. Antitrust and anticompetition laws prevent inappropriate activities to preserve a market dynamic that encourages innovation. We are committed to ensuring that we operate ethically and in compliance with all applicable antitrust and anticompetition laws.

When communicating with competitors, employees should never discuss or agree on any of the following, without the prior guidance and approval of the MKS Legal Department, and must avoid the appearance of improper coordination:

- ↳ pricing, terms of sale, or marketing plans (such as discounts or promotions);
- ↳ costs (such as bill of materials details or discounts);
- ↳ territories (such as division of territories, markets or customers);
- ↳ supply or production (such as restricting or increasing supply, production or services); or
- ↳ boycotts (such as refusing to sell to or buy from a particular company).

With respect to suppliers and customers, employees should never take any of the following actions without prior guidance and approval from the MKS Legal Department and a clear, lawful business justification:

- ↳ refusal to deal for anticompetitive purposes;
- ↳ forcing customers to take other MKS products or services as a condition to purchasing a desired MKS product or service;
- ↳ prohibiting a customer from buying a competitor's products; or
- ↳ prohibiting a supplier from engaging in legitimate transactions with our competitors or customers.

It is important to remember that a customer or supplier in one market can be a competitor in another. Also, because MKS channel partners buy from MKS for sale to others, they are both customers and competitors, so we should never dictate their prices or other economic terms of sale.

As a global company, our business activities are subject to competition and fairness laws in the United States and all the places around the globe where we operate. Because these laws are complex, it is important that you recognize activities that could create issues and involve the MKS Legal Department to help guide you.



## Global Trade Compliance

As a global company, it is vitally important to our business and success to comply with all global trade laws, such as import, export, sanctions, and anti-boycott laws and regulations in the United States and in every country where we operate.

Each of us is responsible for ensuring that our commercial relationships, transactions, and business activities are consistent with MKS global trade compliance policies as well as the global trade laws of the United States and all other countries where we conduct business. Our employees may not take actions intended to evade or avoid these laws or policies, and we expect the same compliance commitment from our suppliers, channel partners, and other business partners.

Certain laws prohibit MKS from participating in or supporting unsanctioned foreign boycotts. Employees must not agree to—or even appear to agree to—requests to refuse to do business with certain countries, companies, or individuals, or to provide information about business relationships, nationality,



religion, or affiliations, when such requests are intended to support a prohibited boycott or otherwise violate anti-boycott laws and regulations.

Our trade compliance policies are found in the Company's electronic policy database and on the Global Trade Compliance MKS Insight page. Our global trade compliance policies and procedures cover many trade topics, including embargoed or sanctioned countries, "red flag" awareness, and licensing procedures.

The risks are significant. Failure to comply with global trade laws can result in severe fines and penalties for both MKS and individuals, as well as harm our reputation and disrupt business operations. Employees are expected to use good judgment and common sense in their day-to-day activities and to follow applicable global trade compliance policies and procedures. When questions arise, seek guidance before taking action. The Global Trade Compliance team is available to assist with any trade-related questions or concerns.

### Learn More:

[Global Trade Compliance Policy](#)

### Global Trade Red Flags

*Speak up if you encounter:*

- *Requests involving sanctioned or embargoed countries, parties, or destinations*
- *Instructions to misstate product details, values, end-uses or end users*
- *Requests to bypass licensing, screening, or approval requirements*
- *Unusual shipping routes or third-party intermediaries with no clear role*
- *Boycott related requests, including refusing to do business or providing information about nationality, religion, or affiliations*
- *High-risk end-uses like those involving nuclear proliferation, missile technologies, chemical/biological weapons, or military end-use applications*

*If something doesn't seem right, pause and contact Global Trade Compliance.*

## Environment

All employees share a role in supporting our approach to environmental compliance. Equally, all employees share responsibility for integrating environmental considerations into their daily activities, decisions, and behaviors. Management has a leadership role in providing training, enforcement and direct support to ensure that environmental concerns are openly communicated and that any concern is addressed through established processes in accordance with applicable laws and Company policies.

We are committed to:

- ↳ Operating our business in an environmentally and socially responsible manner in tandem with our employees, customers, suppliers and communities.
- ↳ Conserving natural resources and reducing the environmental burden of waste generation and emissions, where operationally feasible, to the air, water, and land, including responsible use, protection, and stewardship of water resources.
- ↳ Focusing on continuous improvement methodologies to develop environmentally compatible products and processes, including with consideration of their full lifecycle, where appropriate and practical.

- ↳ Striving to support efforts to reduce, reuse, recycle and ensure that any waste remaining is properly disposed of in a safe and environmentally sound manner.
- ↳ Working together with our employees, suppliers, contractors, customers, communities and other stakeholders to encourage continuous improvement in our environmental programs and promote responsible environmental practices across our supply chain.
- ↳ Setting and measuring progress against our environmental goals and commitments, including those related to climate, water, and waste.
- ↳ Establishing and maintaining appropriate controls to ensure that our EHS Policy is being followed and that environmental compliance and improvement is a shared obligation across the organization.

### Learn More:

[MKS Environmental, Social, Governance Report](#)  
[EHS Policy](#)



## Confidentiality

We must all be committed to maintaining the confidentiality of information entrusted to us by the Company or other companies, including our suppliers and customers. Unless disclosure is authorized by Company management or legally mandated, unauthorized disclosure of any confidential information is prohibited. Additionally, we must take appropriate precautions to ensure that confidential or sensitive business information, whether it is proprietary to the Company or another company, is only communicated within the Company to employees who have a need to know such information to perform their responsibilities for the Company and in accordance with Company policies and procedures. To protect the confidentiality of the Company's research and development of products and markets, and that of our partners, our employees and officers sign a confidential information agreement (or an equivalent agreement) as a condition of employment. By signing this agreement, you agree, among other things, that:

- ↳ You will not disclose or in any other way make use of trade secrets or confidential information of the Company or partners both during your employment and after it ends;
- ↳ All data, files, records, drawings, notes and other documents will be and will remain the property of the Company; and
- ↳ All inventions, improvements, or discoveries related to the Company's business that you make while employed by the Company shall be and shall remain the property of the Company.

The **Confidential Information Agreement** is available from Human Resources.

MKS employees may also be subject to contractual restrictions from a prior employer. This may include restrictions on the use and disclosure of confidential information, restrictions on the solicitation of former colleagues to work at the Company and non-competition obligations. All MKS employees should be aware of, and abide by, any restrictions that apply to them.

In addition, any inquiries or reference requests regarding former MKS employees may only be given by members of the Human Resources department. Managers and former colleagues should refrain from providing any comment, and should forward any of these inquiries to their Human Resources representative.

## Learn More:

[Non-Disclosure Agreement Policy](#)

## Public Statements and Social Media

No one—other than the Company's authorized spokespersons—may discuss internal Company matters with, or disseminate internal Company information to, anyone outside the Company, except as required in the performance of their Company duties and only after an appropriate confidentiality agreement is in place or as required by law. This applies to inquiries concerning the Company from the media, market professionals (such as securities analysts, institutional investors, investment advisers, brokers and dealers) and security holders or other external parties. All responses on behalf of the Company to inquiries must be made only by the Company's authorized spokespersons—the Chief Executive Officer, Chief Financial Officer, Vice President of Marketing, Vice President of Investor Relations or General Counsel. If you receive any inquiries of this nature, simply decline to comment and refer the inquirer to one of the Company's authorized spokespersons.

Social media is present in our everyday lives, but it is important to be aware of the implications of engaging in forms of social media that could be viewed as Company-related communications. MKS has adopted policies related to social media to assist employees in making responsible decisions when using social media. All employees must ensure that they are familiar with and adhere to applicable policies in their use of social media and do not make statements on behalf of the Company unless authorized to do so.

### Think Before You Share

- *You are not authorized to speak on behalf of MKS unless designated.*
- *Do not share non-public, internal, or confidential information—online or offline.*
- *If contacted by media, analysts, or investors, decline to comment and refer them to an authorized spokesperson.*
- *Social media posts can be public and permanent—use good judgment. When in doubt, don't post, don't comment—ask first.*



# Living and Administering the Code

## Know Your Responsibilities

No matter what job you do or where you do it at MKS, you are expected to consider your commitment to this Code during all business interactions and make sure your actions always reflect our values and comply with this Code, our other policies, and the laws and regulations of the country where you work. Complete your assigned trainings in a timely manner to stay up to date on what is expected of you.

If you see or suspect anything illegal or unethical, do not ignore it. Misconduct affects all of us, and no concern is too small to raise. We encourage you to share your concerns promptly and cooperate fully and honestly in any internal investigation. Be aware that anyone who violates this Code may face disciplinary actions, up to and including termination of employment.

If you have any questions regarding your responsibilities under this Code, contact your manager, Human Resources, or the Integrity & Compliance team.

### *What This Means For You*

- *Know and follow this Code, Company policies, and the law*
- *Complete required training on time*
- *Speak up if something doesn't seem right*
- *Cooperate honestly in investigations*
- *Ask for help when you're unsure*

## Special Obligations of MKS Leaders

MKS leaders are expected to support and promote a culture of integrity, where employees embody our high ethical standards in all that they do, and an atmosphere where employees are encouraged to identify any issues relating to our integrity or ethics and feel comfortable raising their concerns. Leaders are expected to lead by example and act in a manner consistent with MKS' ethical standards and to help protect the Company's reputation.

MKS leaders are responsible for ensuring that their team members understand their responsibilities under this Code, complete training on this Code and other policies on time, and understand how to report any complaints or concerns regarding the matters addressed in this Code. MKS leaders should always provide guidance and support to their team members and escalate any unresolved issues when needed in accordance with Company policies and procedures.

MKS counts on our leaders to reinforce our guiding principles. Any manager who directs or approves of any conduct in violation of this Code, or who has knowledge of such conduct and does not immediately report it through appropriate channels, will be subject to disciplinary action, up to and including termination of employment.



## How to Report an Issue

We urge every employee, officer, and director to ask questions, seek guidance, and report suspected violations of this Code. Speaking up helps protect MKS, our people, and our reputation.

If you know of—or reasonably believe there has been—any conduct that may violate this Code, whether involving an employee, officer, director, or any third party acting on behalf of or doing business with MKS (such as a supplier, contractor, consultant, or other business partner), you are urged to report your concern promptly. Reports may be made to your manager, Human Resources, the Integrity & Compliance team ([mailto: integrity@mks.com](mailto:integrity@mks.com)), or through the MKS Compliance Hotline.

Concerns relating to accounting, internal controls, or public financial reporting may also be reported directly to the Chief Financial Officer or any member of the Audit Committee of the Board of Directors.

You can also report suspected violations of this Code, our other policies or any laws, or concerns regarding any unethical or improper conduct, by contacting the MKS Compliance Hotline:

↳ **Mobile:** [mksinstmobile.ethicspoint.com](https://mksinstmobile.ethicspoint.com)

↳ **Online:** [mksinst.ethicspoint.com](https://mksinst.ethicspoint.com)

↳ **Phone:** 855-874-1532

**Dialing instructions** for countries outside of the U.S. are available at [mksinst.ethicspoint.com](https://mksinst.ethicspoint.com). Select your country to view dialing instructions.

While we encourage you to identify yourself when reporting violations so that we may follow up with you for additional information as necessary, you may report violations anonymously if you wish (unless anonymous reporting is restricted by applicable local law).

You may make a report without fear of retaliation. The Company will not discipline, discriminate against, or retaliate against any employee who reports conduct in good faith, whether or not such information is ultimately proven to be correct.

### Learn More:

[Safe Reporting Policy](#)

## Investigating Issues

MKS will review and investigate reported concerns and allegations of potential violations of this Code in a manner consistent with applicable law and Company policy, to the extent the information provided allows. Concerns are generally overseen by the Integrity & Compliance Team; however, depending on the nature of the issue, an investigation may also be overseen or supported by other appropriate functions, such as Human Resources or Global Security. Matters may be escalated, where appropriate, to the Audit Committee and/or the Board of Directors in accordance with established governance practices.

All investigations will be conducted promptly, fairly, and with discretion. All employees are expected to cooperate fully with any inquiry or investigation by MKS regarding an alleged violation of this Code and any failure to cooperate may result in disciplinary action, up to and including termination of employment.

Failure to comply with the standards outlined in this Code will result in disciplinary action including, but not limited to, reprimands, warnings, probation or suspension without pay, demotions, reductions in salary, termination of employment, and restitution, as appropriate under applicable law. MKS may refer certain violations of this Code to the appropriate governmental or regulatory authorities for investigation or prosecution.

## Administering the Code of Conduct

The Company may amend, alter, or terminate this Code at any time for any reason. The most current version of this Code is posted on our website or otherwise made available to all employees.

If any provision of this Code is inconsistent or conflicts with any employee rules, requirements, policies or procedures or any applicable laws and regulations in effect in a particular jurisdiction, then, in general, the stricter requirement should be followed, unless such stricter requirement is not permitted under an employee rule or local law. This Code is also subject to the terms of any applicable agreement between the Company and any employee, works council, trade organization or similar employee representative body.

## Waivers of the Code of Conduct

While most of the policies contained in this Code are intended to be strictly followed, there may be some circumstances in which it is appropriate for an exception to be made. If you believe that an exception to any of these policies is appropriate in your case, first contact your manager. If the manager agrees that an exception is appropriate, the manager will need to obtain the approval of the General Counsel. The General Counsel will maintain a record of all requests for exceptions to any of these policies and the disposition of such requests.

If you are an executive officer or director who seeks an exception to any of these policies, contact the General Counsel. Any waiver of this Code for executive officers or directors or any change to this Code that applies to executive officers or directors may be made only by the Board of Directors of the Company and will be disclosed as required by law or Nasdaq regulation.

