



## **Veeco Instruments Inc. Supplier Code of Conduct**

Veeco is committed to maintaining the highest standards of ethical, social, and environmental responsibility. As a condition of doing business with Veeco, our suppliers, vendors, consultants and service providers (including their respective employees, agents and subcontractors, collectively, "Suppliers") are required to follow this Veeco Supplier Code of Conduct ("Code"), which includes providing safe working conditions, treating workers with dignity and respect, accepting diversity in race, gender and religion, acting fairly and ethically, and using environmentally responsible practices whenever conducting business with Veeco.

Veeco supports the Responsible Business Alliance (RBA, formerly EICC) Code of Conduct, and we expect our Suppliers to fully adhere to these principles and practices, together with those expressed in our Code of Business Conduct, our Human Rights Policy, and our Conflict Minerals Policy. We communicate the principles and practices of these codes and policies to our Suppliers through our Quality Manual and Supplier onboarding processes, through which we seek to screen potentially non-compliant suppliers.

We work closely with our Suppliers to remediate any gaps identified through periodic assessments and audits (addressed below).

While our Suppliers are expected to self-monitor and demonstrate their compliance with the Code,

Veeco may audit Suppliers or inspect Suppliers' facilities to confirm compliance. Suppliers who behave in a manner that is unlawful or inconsistent with the Code or any Veeco policy risk termination of their business relationship with Veeco. By accepting any purchase order from Veeco, Suppliers acknowledge their acceptance of this Code and their commitment to comply with its requirements. In all cases in which Veeco requirements are more stringent than local legal requirements, Suppliers are required to meet the more stringent Veeco requirements.

### **Code Compliance**

Suppliers must adhere to this Code while conducting business with or on behalf of Veeco, and they must require their next-tier suppliers to implement the Code requirements in their operations and across their supply chains. Suppliers must promptly inform their Veeco contact (or the contacts identified at the end of this Code) when any situation develops that causes the Supplier to operate in violation of this Code.

### **Legal and Regulatory Compliance**

All Suppliers must comply with applicable laws and regulations while conducting business with or on behalf of Veeco and must, without limitation, meet the following requirements:

Trade: Comply with all international and local rules, regulations, and controls on any technology transfers (physical and electronic), exports, re-exports, and imports.

Antitrust: Conduct business in compliance with antitrust and fair competition laws that govern the jurisdictions in which they conduct business.

Boycotts: Not participate in international boycotts that are not sanctioned by the United States (U.S.) government or applicable laws.

Anti-Corruption: Conduct business in compliance with the U.S. Foreign Corrupt Practices Act (“FCPA”) and the anti-corruption and anti-money laundering laws that govern the jurisdictions in which Suppliers conduct business.

- Suppliers must comply with all applicable anti-corruption and anti-money laundering laws, including the FCPA, as well as laws governing lobbying, gifts, and payments to public officials, political campaign contribution laws, and other related regulations.
- No Supplier shall, directly or indirectly, promise, authorize, offer, or pay anything of value (including but not limited to gifts, travel, hospitality, charitable donations, or employment) to any government official or other party to improperly influence any act or decision of such official for the purpose of promoting the business interests of Veeco.
- Suppliers must report signs of any personnel, representative, or partner performing in an unethical manner.

## **Ethics**

Suppliers must conduct business activities with integrity and must, without limitation:

Business Records: Honestly and accurately record and report all business information and comply with all applicable laws regarding their completion and accuracy. Create, retain, and dispose of business records in compliance with all applicable legal and regulatory requirements.

Communication: Be honest, direct, and truthful in discussions, including those with regulatory agency representatives and government officials.

Press: Only speak to the press on behalf of Veeco if expressly authorized in writing to do so by a Veeco communications representative.

Gifts and Entertainment: Use good judgment when exchanging business courtesies. Gifts, meals, entertainment, hospitality, and trips that are lavish or lack transparency or a legitimate purpose may be viewed as bribes, may create the appearance of a conflict of interest, or may be perceived as an attempt to improperly influence decision-making. Giving business courtesies to Veeco employees, if permitted at all, should be modest and infrequent. Never give anything to gain an improper business advantage.

When deciding whether to give a gift, entertainment or other courtesy, apply the following requirements:

- Suppliers are prohibited from paying expenses for travel, lodging, gifts, hospitality, entertainment, or charitable contributions for government officials on Veeco’s behalf.
- Travel expenses must be reasonable, have legitimate business purposes, and not be excessive or lavish.
- Do not offer anything of value to obtain or retain a benefit or advantage for the giver, and do not offer anything that might appear to influence, compromise judgment, or obligate a Veeco employee.
- Entertainment and meals should be modest, infrequent, and occur in the normal course of business.

- Suppliers may not offer any gift or business courtesy unless it is permissible under (i) this Code, (ii) Veeco's Gift, Entertainment, and Hospitality Policy, and (iii) the Supplier's gift policy.

Conflicts of Interest: Be honest, direct, and truthful when answering questions from Veeco about relationships with Veeco employees. Avoid improprieties and conflicts of interest or the appearance of either. All forms of extortion and embezzlement are strictly prohibited.

Insider Trading: Insider trading is prohibited. Under Federal Securities Laws, Suppliers cannot buy or sell Veeco securities when in possession of information about Veeco that is (i) not available to the investing public, and (ii) could influence an investor's decision to buy or sell the security.

## **Human Rights**

Veeco expects its Suppliers to (i) comply fully with applicable employment laws, (ii) share Veeco's commitment to respect all human rights and to provide equal opportunity in the workplace, and (iii) take effective measures to remedy any adverse human rights impacts. Veeco embraces the key principles of the International Labour Organization's (ILO) eight fundamental conventions, which cover subjects that are considered by the ILO to be fundamental workplace rights. Suppliers must comply with terms of Veeco's Human Rights Policy and must, without limitation:

- Not discriminate. Suppliers must commit to a workforce and workplace that is free from harassment, unlawful discrimination, and retaliation. Suppliers should ensure their business practices respect the rights of different demographic groups. Suppliers must provide equal opportunity in the workplace and reasonable accommodation and not engage in discrimination in hiring, compensation, access to training, promotion, termination, and/or retirement based on race, color, religion, sex, age, national origin, disability, veteran status, genetic information, and other legally protected characteristics. Suppliers must accommodate all disabilities to the extent required by law.
- Prohibit the use of child labor. Suppliers should never use child labor and should only employ workers who, before their first day of employment, have attained at least 18 years of age or are older than the local legal minimum age for employment, whichever is greater.
- Prohibit the use of forced labor and trafficking in persons. All Suppliers, including recruiters, employment agencies, and recruitment firms, are prohibited from using forced labor and trafficking in persons. All forms of forced labor are prohibited, including indentured labor, bonded labor, or any other form of forced labor. All forms of prison labor are prohibited. Support for or engagement in any form of human trafficking or involuntary labor through threat, force, fraudulent claims, or other coercion is prohibited. Appropriate consideration and proper treatment should be afforded to workers who are seeking asylum.
- Workers must be free to resign their employment in accordance with local and national laws or regulations without unlawful penalty.
- Recruitment fees or other similar fees charged to workers and payable to the employer or recruiting agents are strictly prohibited.
- Provide fair compensation. Suppliers must provide fair compensation for all employees and workers, including employees who are permanent, temporary or dispatched, migrant workers, apprentices, and contract workers. Such compensation must meet the legal minimum standards as required by local law. Workers with disabilities whose wages are governed by section 14(c) of the Fair Labor Standards Act must receive no less than the full minimum wage rate as defined by Executive Order 13658. Suppliers may not use deductions from wages as a disciplinary measure.

- Treat employees with dignity and respect. Suppliers must not engage in physical abuse or discipline, the threat of physical abuse, or sexual or other harassment. Verbal abuse or other forms of intimidation are prohibited.

- Meet working hours and rest day requirements. Suppliers are prohibited from requiring workers to work more than the maximum hours as set by international standards or by local and national laws, whichever is most restrictive. Suppliers must ensure overtime is voluntary and paid in accordance with local and national laws or regulations.

- Ensure freedom of association and right to collective bargaining. Suppliers must respect workers' rights to freedom of association, collective bargaining, and peaceful assembly (including the right to refrain from such activities) in accordance with local legal requirements and international standards, whichever are stricter.

- Provide grievance procedures. Suppliers must provide employees with grievance procedures for raising workplace concerns, including concerns involving harassment and discrimination, to the attention of management for appropriate resolution. All forms of retaliation against workers for raising a workplace concern are strictly prohibited.

## **Health and Safety**

Suppliers are required to develop and implement health and safety management practices in all aspects of their business. Without limitation, Suppliers must:

- Comply with and implement a process to ensure that their employees comply with all applicable occupational health and safety laws and regulations and mandatory standards, including but not limited to requirements that address occupational safety, emergency preparedness, occupational injury and illness, industrial hygiene, physically demanding work, machine safeguarding, sanitation, food, and housing.

- Provide a safe and healthy work environment for all employees, take action to minimize the causes of hazards inherent in the working environment, and implement controls to protect sensitive populations, including pregnant women/nursing mothers and workers under the age of 18, from workplace health and safety risks.

- Establish an occupational health and safety management system that, at a minimum, demonstrates that health and safety management is integral to the business, provides for risk and hazard identification and assessment, and provides appropriate communication channels for employee access to health and safety information.

- Ensure that workers are provided with ready access to clean toilet facilities and potable water. Unreasonable limitations to workers' access to toilets, rest or lactation breaks are prohibited. Worker dormitories and transportation, if provided, must meet applicable host-country housing and safety standards, and be maintained in a clean and safe manner.

- Establish and implement business continuity plans that address topics, including but not limited to natural disasters, pandemics, workplace incidents, emergencies, and other potential business interruptions.

- Comply with all Veeco policies and procedures when visiting Veeco’s facilities and when accessing Veeco’s systems, networks, and other resources.

- Prohibit the use, possession, distribution, or sale of illegal drugs within their business operations.

In addition to the above health and safety measures, Veeco is committed to providing its customers with high-quality, safe, and reliable products. Veeco expects its Suppliers to share these values and to provide Veeco with premium goods and services that meet or exceed industry standards and applicable legal requirements. Without limitation, programs or procedures should be implemented at Supplier facilities to determine the quantities of controlled materials (e.g., lead, mercury, cadmium, CFCs, and flame retardants) in Supplier products and any materials Suppliers purchase (to ensure compliance with regulatory and customer requirements). Suppliers must immediately report any concerns regarding product safety, quality, or performance to the appropriate Veeco contact.

### **Environmental Compliance**

Veeco recognizes its social responsibility to protect the environment. We expect Suppliers to share our commitment by responding to challenges posed by climate change and working toward protecting the environment. As a part of this commitment, all Suppliers must, without limitation:

- Comply with all applicable environmental laws and regulations, including but not limited to laws and regulations that address hazardous materials, water and air emissions (including greenhouse gas emissions), waste disposal, and laws, regulations, and customer requirements regarding the prohibition or restriction of specific substances in manufacturing or product design.
- Supplier agrees to comply with all Veeco requirements regarding product and packaging labeling, material content, recycling, and disposal as directed by Veeco in their business contracts.
- Obtain and maintain all required environmental permits, regulatory approvals, and registrations.
- Reduce, prevent, or eliminate waste of all types, including water discharges and energy losses, by implementing appropriate conservation measures in Supplier facilities through (i) the use of conservation-minded maintenance and production processes and (ii) by implementing strategies to reduce, reuse, and recycle materials, whenever possible, before disposal.
- Identify any chemicals or other materials that may be released and pose a threat to the environment and manage them appropriately to ensure their safe handling, movement, storage, use, reuse, recycling, and disposal.

### **Privacy and Intellectual Property Protection**

Suppliers will respect intellectual property rights, protect confidential information, and comply with privacy rules and regulations. All Suppliers must, without limitation:

- Protect and responsibly use the physical and intellectual assets of Veeco, including intellectual property, tangible property, supplies, consumables, and equipment, as authorized by Veeco to do so.
- Respect and protect the intellectual property rights of all parties by only using information technology and software that has been legitimately acquired and licensed.

- Comply with the intellectual property ownership rights of Veeco and others, including but not limited to copyrights, patents, trademarks, and trade secrets. Manage the transfer of technology and know-how in a manner that protects intellectual property rights.

- Follow all local privacy and data protection laws and provide clear and accurate privacy notices when collecting or processing personal data. Protect data by building secure products and services, and always cooperate with Veeco's compliance efforts.

## **CYBERSECURITY**

Veeco values the importance of cybersecurity and recognizes the critical role our suppliers play in maintaining the security of our systems, data, and operations. Suppliers shall:

- Establish and maintain systems, processes, and management oversight in accordance with cybersecurity industry-recognized standards, legislation, regulations, and contractual obligations. Such information and data must always be kept confidential and not used for any purposes other than the business purpose for which it was provided or made available.

- Adhere to Veeco supplier cyber risk program's requirements and maintain its cyber hygiene and posture. Veeco also expects its suppliers to implement appropriate systematic measures to ensure the security of its networks and information systems.

- Agree to provide Veeco with an independent security audit report (for example, related to SOC-2 or ISO 27001 certification) on an annual basis if they access Veeco's information system. This audit not only protects Veeco and Veeco Customer data but also helps protect supplier operations from cybersecurity attacks.

- Agree to promptly inform Veeco and comply with all applicable reporting requirements under law or regulation of a cyber security incident, but no later than 72 hours after its discovery, by sending an email to [infosecurity@veeco.com](mailto:infosecurity@veeco.com).

## **Raising Concerns and Reporting Questionable Behavior**

To report questionable behavior or a possible violation of the Code, Suppliers are encouraged to work with their primary Veeco contact in resolving their concern. If this is not possible or appropriate, please contact Veeco by email at [legal@veeco.com](mailto:legal@veeco.com) or by letter addressed to the Veeco Legal Department, Terminal Drive, Plainview, New York 11803.

Veeco will maintain confidentiality to the extent possible and will not tolerate any retribution or retaliation taken against any individual who, in good faith, seeks advice or reports questionable behavior or a possible violation of the Code.