

Amtech Group Code of Ethics “Integrity and Values”

Build Trust and Credibility

The success of our business is dependent on the trust and confidence we earn from our employees, customers, suppliers and shareholders. We gain credibility by adhering to our commitments, displaying honesty and integrity and reaching company goals solely through honorable conduct. It is easy to *say* what we must do, but the proof is in our *actions*.

When considering any action, it is wise to ask, “Will this build trust and credibility? Will it help create a working setting in which Amtech Group can succeed over the long term? Is the commitment I am making one I can follow through with?” The only way we will maximize trust and credibility is by answering “yes” to those questions and by working every day to build our trust and credibility.

Respect for the Individual

We all deserve to work in a setting where we are treated with dignity and respect and where we feel comfortable to speak our mind, particularly with respect to ethics. Amtech Group is committed to creating such an environment because it brings out the full potential in each of us, which, in turn, contributes directly to our business success.

Amtech Group is an equal opportunity employer and is committed to providing a workplace that is free of discrimination of all types from abusive, offensive or harassing behavior whether on or off premises, during and after working hours. Employees who feel harassed or discriminated against should report the incident to their manager or to human resources immediately, or contact the Ethics Hotline in the United States at 1-866-413-1994 or [Web portal https://secure.ethicspoint.com/domain/en/default_reporter.asp](https://secure.ethicspoint.com/domain/en/default_reporter.asp) under the company name Amtech Systems.

Setting the Tone at the Top

All executives and managers have the responsibility for demonstrating the importance of this Code of Ethics, Integrity and Values (the Code). Ethical behavior does not simply happen; it is the product of clear and direct communication of expectations, modeled from the top and demonstrated by example. To make our Code work, managers are responsible for promptly addressing ethical questions or concerns raised by employees or others and for taking the appropriate steps to deal with such issues. Managers should not consider employees’ ethics concerns as threats or challenges to their authority, but rather as another form of business communication. At Amtech Group, we want the ethics dialogue to become a natural part of daily work.

Uphold the Law

Amtech Group’s commitment to integrity begins with complying with laws, rules and regulations where we do business. Further, each of us must have an understanding of the company policies and regulations that apply to our specific roles. If we are unsure of whether a contemplated action is permitted by law or Company policy, we should seek the advice from a subject matter expert. We are responsible for preventing violations of law.

Because of the nature of our business, some legal requirements warrant specific mention here.

Competition

We are dedicated to ethical, fair and vigorous competition. We will sell our products and services based on their merit, quality, functionality and competitiveness. We will make independent pricing and marketing decisions and will not improperly cooperate or coordinate our activities with our competitors. We will not offer or solicit improper payments or gratuities in connection with the purchase of goods or services or the sales of our products or services.

Proprietary Information

It is important that we respect the property rights of others. We will not acquire or seek to acquire by improper means a competitor's confidential information. We will not engage in unauthorized use, copying, distribution or alteration of any third party intellectual property.

Selective Disclosure

We will not selectively disclose any material nonpublic information with respect to Amtech Group, business operations, plans, financial condition, results of operations or any development plan. We should be particularly vigilant when making presentations or proposals to customers to ensure that our presentations do not contain material nonpublic information.

Health and Safety

Amtech Group is dedicated to maintaining a healthy environment. **Avoid Conflicts of Interest**

We must avoid any relationship or activity that might impair, or even appear to impair, our ability to make objective and fair decisions. We owe a duty to Amtech Group to advance its legitimate interests when the opportunity to do so arises. We must never use our position with Amtech Group or Amtech Group property or information for personal gain.

Gifts, Gratuities and Business Courtesies

Amtech Group is committed to competing solely on the merit of our products and services. We should avoid any actions that create a perception that favorable treatment of outside entities by Amtech Group was sought, received or given in exchange for personal business courtesies. We will neither give nor accept business courtesies that constitute, or could reasonably be perceived as constituting, unfair business inducements that would violate law, regulation or policies of Amtech Group customers, or would cause embarrassment or reflect negatively on Amtech Group's reputation.

Accepting Business Courtesies

Most business courtesies offered to us in the course of our employment are offered because of our positions. We should not feel any entitlement to accept and keep a business courtesy. Although we may not use our position to obtain business courtesies, we may accept unsolicited business courtesies that promote successful working relationships and good will with the firms that Amtech Group maintains or may establish a business relationship with.

Employees who award contracts or who can influence the allocation of business, who create specifications that result in the placement of business or who participate in negotiation of contracts must be particularly careful to avoid actions that create the appearance of favoritism or that may adversely affect the company or its reputation for impartiality and fair dealing.

Meals, Refreshments and Entertainment

We may accept occasional meals, refreshments, entertainment and similar business courtesies that are shared with the person who has offered to pay for the meal or entertainment, provided that:

- They are not inappropriately lavish or excessive.
- The courtesies are not frequent and do not reflect a pattern of frequent acceptance of courtesies from the same person or entity.
- The courtesy does not create the appearance of an attempt to influence business decisions.
- The employee accepting the business courtesy would not feel uncomfortable discussing the courtesy with his or her manager or co-worker or having the courtesies known by the public.

Gifts

Employees may accept unsolicited gifts, other than money, that conform to the reasonable ethical practices of the marketplace, including:

- Flowers, fruit baskets and other modest presents that commemorate a special occasion.
- Gifts of nominal value, such as calendars, pens, mugs, caps and t-shirts (or other novelty, advertising or promotional items).

Generally, employees may not accept compensation, honoraria or money of any amount from entities with whom Amtech Group does or may do business. Tangible gifts (including tickets to a sporting or entertainment event) that have a market value greater than \$100 may not be accepted unless approval is obtained from management.

Offering Business Courtesies

Any employee who offers a business courtesy must assure that it cannot reasonably be interpreted as an attempt to gain an unfair business advantage or otherwise reflect negatively upon Amtech Group. An employee may never use personal funds or resources to do something that cannot be done with Amtech Group resources. Accounting for business courtesies must be done in accordance with approved company procedures.

We may provide nonmonetary gifts to our customers, but not to our government customers for whom special rules apply. Further, management may approve other courtesies, including meals, refreshments or entertainment of reasonable value, provided that:

- The practice does not violate any law or the standards of conduct of the recipient's organization.
- The business courtesy is consistent with industry practice, is infrequent in nature and is not lavish.
- The business courtesy is properly reflected on the books and records of Amtech Group.

Set Metrics and Report Results Accurately

Accurate Public Disclosures

We will make certain that all disclosures made in financial reports and public documents are full, fair, accurate, timely and understandable. This obligation applies to all employees, including all financial executives, with any responsibility for the preparation for such reports. No business goal of any kind is ever an excuse for misrepresenting facts or falsifying records.

Employees should inform Management and HR if they learn that information in any filing or public communication was untrue or misleading at the time it was made or if subsequent information would affect a similar future filing or public communication.

Corporate Recordkeeping

We create, retain and dispose of our company records as part of our normal course of business in compliance with all Amtech Group policies as well as all regulatory and legal requirements.

All corporate records must be true, accurate and complete, and company data must be promptly and accurately entered in our books in accordance with Amtech Group's and other applicable accounting principles.

We must not improperly influence, manipulate or mislead any authorized audit, nor interfere with any auditor engaged to perform an internal independent audit of Amtech Group books, records, processes or internal controls.

Accountability

Each of us is responsible for knowing and adhering to the values and standards set forth in this Code and for raising questions if we are uncertain about company policy, the law or regulations. If we are concerned whether the standards are being met or are aware of violations of the Code, we must contact the HR department or Ethics Point in the manner described under our whistle-blower's policy.

Amtech Group takes seriously the standards set forth in the Code, and violations are cause for disciplinary action up to and including termination of employment.

Be Loyal

Confidential and Proprietary Information

Integral to Amtech Group's business success is our protection of confidential company information, as well as nonpublic information entrusted to us by employees, customers and other current or potential business partners. We will not disclose confidential and nonpublic information without a valid business purpose and proper authorization.

Use of Company Resources

Company resources, including time, material, equipment and information, are provided for company business use. Employees and those who represent Amtech Group are trusted to behave responsibly and use good judgment to conserve company resources. Managers are responsible for the resources assigned to their departments and are empowered to resolve issues concerning their proper use.

Generally, we will not use company equipment in the conduct of an outside business or in support of any religious, political or other outside activity, except for company-requested support to nonprofit organizations. We will not solicit contributions nor distribute non-work related materials during work hours.

In order to protect the interests of the Amtech Group network and our fellow employees, Amtech Group reserves the right to monitor or review all data and information contained on an employee's company-issued or connected electronic device, the use of the Internet or intranet, and the use of social media services related to company matters. We will not tolerate the use of company resources to create, access, store, print, solicit or send any materials that are harassing, threatening, abusive, sexually explicit or otherwise offensive or inappropriate.