



Global Code of Ethical Business Conduct

Leading with Integrity

be certain.

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MTS Values

The MTS Values reflect the deeply held beliefs that make MTS a vital partner for customers, employees, vendors and suppliers around the world. Every day, we reinforce our values through the collective and individual actions we take on behalf of our Company.



ACCOUNTABILITY



TOTAL CUSTOMER SATISFACTION



INNOVATION AND PASSION



INTEGRITY



INVEST IN OUR FUTURE



RESPECT



OPERATIONAL EXCELLENCE

ACCOUNTABILITY

We are empowered to make decisions and accept responsibility for our performance.

- » We demand excellence from ourselves and superior quality from our offerings
- » We analyze our successes and failures and learn from each experience
- » We set goals, measure performance and reward results
- » We show flexibility to adapt to change

TOTAL CUSTOMER SATISFACTION

Our organization is committed to achieving 100% customer satisfaction.

- » We consistently provide product and systems that offer the highest total value, on time and to our customers' schedule
- » We provide unparalleled service that empowers any employee to use all available means to exceed our customer's expectations
- » We create an inspirational customer experience to gain loyalty and lifelong customers

INNOVATION & PASSION

We thrive on delivering extraordinary solutions to our customers' most complex challenges.

- » We are technology leaders in the industries we serve
- » We are motivated and possess a healthy spirit of competitiveness
- » We show pride and dedication in everything we do

INTEGRITY

We honor our commitments.

- » We follow legal, ethical and compliant business practices
- » We lead by example
- » We make decisions based on facts
- » We are honest with our stakeholders, transparent in all we do

INVEST IN OUR FUTURE

We are committed to both short and long-term results.

- » We continually invest in our people, technology and solutions to meet and exceed our customers' expectations
- » We seek continuous improvement in our processes to be more productive
- » We are committed to creating an environment of growth and development for all employees

RESPECT

We support a "speak up" culture, encouraging transparency and enabling trust.

- » We believe in open and honest communication
- » We work in a cooperative manner that values the dignity of all
- » We value collaboration across all functions and geographies, actively sharing information and ideas

OPERATIONAL EXCELLENCE

We strive to deliver world class products and services that are on time, defect free and cost efficient.

- » We build effective and efficient processes that focus on our customers' needs
- » We accept individual responsibility by striving to provide superior quality in our work
- » We demonstrate a commitment for continuous improvement and show flexibility in adapting to change

Using the Global Code

The Code helps us understand how MTS values are put into practice every day

Introduction

The MTS Code is built on our core values and highlights the principles that guide our actions and help us to do what is right. It provides questions and answers for situations encountered on the job, and lists resources for help or further information. In addition to our Code, business processes are guided by Company policies, which are located on the company’s intranet site and referenced in this Code. However, the Code cannot address every possible workplace situation or business activity that may occur. Use it for guidance about our ethical standards and where to take questions or concerns before acting.

Following the Code

Our Code applies to employees, officers, and directors. We also expect anyone conducting business on behalf of the Company, such as contractors, consultants and business partners, to act in accordance with the principles in our Code and all applicable laws and Company policies. When each of us follows the Code, we communicate our commitment to the values that have made MTS admired both as a business partner and as a valued citizen of the global community. MTS actively monitors internal compliance with various requirements outlined within its Code of Conduct. It is important to note, however, that failure to follow the law, Company policy, or our Code could result in disciplinary action, up to and including termination. In some cases, employees who fail to reasonably detect or prevent a violation or appropriately supervise employees’ adherence to the Code and other Company policies could be subject to disciplinary action. Further, such conduct could lead to criminal prosecution for those involved and for MTS.

Waivers

Waivers granted under the Code will be disclosed in accordance with applicable laws.

Ethical Decision Making

Ethical decision making is essential to the success of our Company. There are no shortcuts in doing what is right. When faced with a difficult situation, asking ourselves the questions below can help us to make the right ethical decision before acting.



“Good faith” does not mean that we are always right. It does mean that we sincerely believe a legitimate issue exists.

1. Is this legal?	No	Don't do it
	Not Sure	Contact OGC for guidance
2. Is this consistent with MTS Values?	No	Don't do it
	Not Sure	Talk to your Supervisor, HR, ORC, OGC, Local Business Ethics Committee
3. Does this comply with corporate and local policies and procedures?	No	Don't do it
	Not Sure	Consult the policy/procedure. Talk to your Supervisor, HR, Local Business Ethics Committee, ORC, OGC
4. Do I feel this may be wrong, but feel pressured to do it anyway?	Yes	You should voice your concern. Report this to your Supervisor, HR, OGC, ORC or through the AlertLine
5. Do I feel good about my decision?	No	Talk to your Supervisor, HR, OGC, ORC or contact the AlertLine
	Yes	Proceed. You are on the right course!

Doing Right also includes looking back on our decision. Ask yourself, “Did I do the right thing?”

Not sure. Talk to your Supervisor, Local Ethics Committee, HR or other members of management, ORC or CRCO, OGC, HR, OGC, or the MTS AlertLine.

No. You may need to report this to your Supervisor, HR, ORC, OGC or through the AlertLine

Yes. Great Job! You are helping to live our MTS Values.

Our Role and Responsibility

A Letter from our Chief Risk and Compliance Officer



At MTS, we take ethical responsibility very seriously. All of us must follow the letter and the spirit of the law, MTS policies, and our Code at all times. Each of the countries where our Company does business has its own laws, regulations and customs. Sometimes there can be significant differences from one place to another, and even between regions within a single country. However, no matter where we work, we are all responsible for adhering to applicable laws and regulations and following our Code. This includes all of us proactively speaking up and reporting what may not seem right. No code or manual can provide complete answers to all questions. In the end, we must rely on our good sense to assess if our actions align to MTS high ethical standards. The Office of Risk and Compliance is here to offer support, answer questions, and help address your concerns. It takes all of us working together to ensure MTS' continued success. Thank you for your partnership in sustaining our strong reputation.

Phyllis Nordstrom
Chief Risk and Compliance Officer

Each of us has a responsibility to speak up

Our Responsibilities

- » Read through the entire Code.
- » Think about how the Code applies to your job, and consider how to handle situations to avoid improper, illegal or unethical actions.
- » Follow the Code, Company policies, and laws and regulations that apply to your job. Some of us have jobs that require more detailed knowledge of particular compliance topics than our Code provides. Consistently execute your work in alignment with Company policies.
- » Use the questions and answers to help clarify situations encountered.
- » Seek guidance before acting from the Office of Risk and Compliance, your supervisor, a manager or other company resources listed in the Code.
- » Report concerns in good faith using the Company Resources listed in the Code.

Supervisor Responsibilities

While we are all expected to use good judgment in our personal conduct, those of us who manage others are expected to set an example of excellence. Supervisors can do this, in part, by adhering to the following standards:

- » Lead by example.
- » Communicate and promote legal, ethical and compliant practices.
- » Create and promote a speak up culture.
- » Promptly escalate reports from employees to HR, OGC, or ORC.
- » Acknowledge and appropriately recognize employees for their sound ethical conduct in a timely manner.
- » Ensure that employees complete required training.
- » Avoid acts of retaliation or conduct that could be perceived as retaliatory.

Company Resources

- » Your Supervisor, Local Ethics Committee, HR or other members of management
- » Office of Risk and Compliance or the Chief Risk and Compliance Officer
- » Office of General Counsel
- » MTS AlertLine*
- <https://mts.alertline.com>
- Regional phone numbers listed in Addendum A

**Some locations may restrict anonymous access to the AlertLine or the role of the local ethics committee*

Our Role and Responsibility

Each of us has a responsibility to speak up

Asking Questions and Reporting Concerns

Each of us must speak up promptly if there is any reason to suspect that anyone in MTS or its affiliates has violated our Code, Company policies or local laws. Reporting potential misconduct will help MTS address the issue and will contribute to living our values and the ethical culture of the Company. We must also report any activity that could damage the Company's reputation. Every employee is expected to cooperate fully with any investigation. The reported information will be treated confidentially to the extent allowed by local laws and we will always uphold our non-retaliation policy. We offer avenues for asking questions and reporting business ethics and compliance concerns.

See the AlertLine Privacy Notice in Addendum B for more information on MTS privacy practices when handling personal data.

Protection Against Retaliation

MTS forbids retaliation against anyone who asks questions or voices a concern about an ethics or compliance issue or participates in an investigation in good faith. Every employee has the right to raise ethical concerns in good faith without fear of punishment or harassment from co-workers, supervisors, or senior management. Anyone who engages in retaliation against someone who asks questions about or voices such a concern violates our Code and may face discipline, up to and including termination, regardless of that person's position or stature within the Company. Our position on retaliation translates directly to our MTS Values which provide a solid foundation for our ethical culture. If you have concerns about retaliation, you should report them to any of the Company Resources identified in the Code.

An employee who makes a report knowing it is untrue may be subject to disciplinary action. Reports made in good faith mean we sincerely believe a legitimate issue exists, even if ultimately mistaken.

AlertLine Phone Numbers

The AlertLine is available in the countries listed below. See Addendum A for a listing of all direct access and AlertLine phone numbers for each country.

Country
North America
Asia
China
India
Japan
South Korea
Europe
Belgium
Czech Republic
Denmark
France
Germany
Italy
Netherlands
Russia
Sweden
United Kingdom



- Q: I observed a situation that I suspect is a violation of our guidelines. Should I report this situation even if I am not completely certain that there is a problem?
- A: All employees are responsible for immediately reporting possible violations to your Supervisor or another Company Resource. Reports may be made anonymously. They will be taken seriously, treated confidentially to the extent allowed by local laws and investigated as appropriate. It is better to report a suspicion that turns out not to be an issue than to ignore a possible violation of the law or Company policy.

Working Together

We value the uniqueness of each individual and the perspective and talents they bring

Our employees are our Company's most valuable resource and are essential to its success. In the course of our daily work, we use our creativity, experience, technology and perseverance to find innovative and practical solutions to all challenges that arise. It is the people of MTS who make the company what it is and who contribute to making the world a safer place. Our values are the foundation of how we work together.

We Value Diversity, Equity, and Inclusion

We are committed to creating and sustaining diverse teams that reflect the communities in which we live and work. Our talent strategy includes attracting and retaining diverse talent, integrating diversity into strategic talent and succession programs, and bringing together diverse teams to innovate solutions to meet our customer needs.

We are committed to providing equity at all levels of our organization, where everyone has equal access to opportunities to grow, contribute and develop. MTS prohibits harassment, discrimination or retaliation in any decision involving personnel hiring, placement, promotion, demotion, transfer, training, compensation, benefits, or termination of employment.

Our values support an inclusive culture where all employees feel included, supported, and welcomed. We do not tolerate discrimination based on any group, class, or protected category.

Human and Labor Rights

MTS is committed to conducting our business in a manner consistent with all applicable employment, and global human and labor rights laws, rules and regulations wherever we operate. This means, in part, we provide reasonable working hours and fair wages that meet or exceed requirements set by local laws for those who work on our behalf. We have a zero-tolerance policy for the use of child labor, modern slavery, forced, bonded, or compulsory or indentured labor or human trafficking practices. We will not knowingly do business with business partners, vendors, or suppliers who engage in these practices.



Working Together

We are committed to a safe and respectful workplace

Respectful Work Environment

We are committed to creating and maintaining a workplace that drives the success of MTS by working together respectfully and inclusively. We each play a role in creating and maintaining this type of environment. This means we must make all employment decisions based on a principle of mutual respect for one another and consistent with all applicable laws.

Preventing Workplace Violence and Harassment

The Company prohibits actual or threatened violence against co-workers, visitors or anyone else who is either on our premises or has contact with employees in the course of their duties. Every threat of violence is serious. We must report any such event immediately.

MTS is also committed to a workplace free from harassment. If confronted with harassment, report the concern to a Company Resource, without fear of retaliation.

Safe Workplace

Safety is a shared responsibility at MTS. The Company is committed to maintaining compliance with the highest health, safety, and security standards. This means that we comply with all applicable laws, rules and regulations, as well as all posted safety procedures. No activity is so urgent that we cannot take the time to do it safely. We consistently promote safe work practices and avoid risk to our fellow employees, business partners, community and the environment. We also implement programs, training and internal controls necessary to achieve these goals. If you have a concern about Environmental, Health, and Safety (EHS), please contact your Supervisor or your location leader for EHS.



Q: Yesterday, a co-worker made an extremely loud and disrespectful comment towards another co-worker that other employees witnessed and heard. It seemed like it could escalate further. What can I do?

A: Report the incident to your Supervisor or Human Resources without fear of retaliation.

Q: I think an unsafe condition in our work area poses a risk to employees. Can the Office of Risk and Compliance look into this?

A: The Office of Risk and Compliance will assist in having subject matter experts in our Environmental Health and Safety function investigate and work to resolve the issue.

Harassment is any unwelcome conduct that creates an intimidating, hostile or offensive work environment that interferes with an employee's work performance.



Working Together

We are committed to security and employee data privacy

Data Privacy

MTS is committed to protecting personal information and following applicable privacy laws and regulations around the world. Our privacy policies and procedures describe the types of information we collect, how we use this information, rights and obligations with respect to the information, and other important privacy-related topics. Our policies and procedures also describe the safeguards and restrictions on accessing employee personal information.

If you have access to personal information because of the nature of your job, you are required to exercise appropriate care to safeguard the information and keep it confidential. It is your responsibility to only use this information for business purposes and to ensure you follow MTS' privacy policies and procedures regarding handling confidential information.

Key Reminders:

- » Only share personal information with others who are authorized to see it and have a business need to know it. Use proper security controls when engaging with sensitive personal information.
- » Collect, use, share, and store only the minimum amount of personal information necessary for your work.
- » Keep personal information only to fulfill the reasonable business purposes for which it was collected or for legal compliance.
- » Destroy, delete, anonymize, or otherwise make personal information unreadable, using MTS-approved methods once it is no longer needed.

For privacy-related questions, please contact privacy@mts.com.

Security

Providing for the security of our employees, customers, other third parties, data, and information is an MTS priority. MTS security policies and procedures set out a framework for these efforts to protect individuals and assets, including protecting information and other resources from unauthorized access, use, disclosure, disruption, modification, perusal, inspection, recording or destruction. Employees should review and comply with MTS' security policies, procedures, and standards to assist with physical and cybersecurity as required in your role. Third parties should review and comply with all contractual security requirements. Both MTS and its employees are responsible for complying with privacy and security laws and regulations. Promptly report any incident or concerns to MTS' privacy or security teams, or the Office of Risk and Compliance.

Key Reminders:

- » **Passwords:** Choose strong passwords – 8+ digits, alpha, numeric, special characters are recommended. Do not use easy to guess/crack passwords such as "Winter2021".
- » **Password Protection:** Protect your account or password – never share with anyone.
- » **Suspicious Communications:** Delete suspicious emails and never click on links or open attachments unless you can confirm their legitimacy. Be alert for unsolicited phone calls, texts, etc. that request information.
- » **Software:** Download and install only MTS authorized software.
- » **Workstation:** Lock your workstation when leaving your desk. Leave security controls and features on your workstation active.
- » **Save:** Ensure that you save MTS information only on MTS devices. Ensure you are saving confidential data in locations that are secure with appropriate access.

- » **Share:** Use MTS authorized processes for securely sharing information with third parties.
- » **Delete:** Delete or destroy confidential data using a secure method, when applicable.

For security-related questions or to report suspicious activity, please contact informationsecurity@mts.com.



Some examples of personal information include the following:

- » Name, Age & Date of Birth
- » Identification Numbers
- » Banking / Financial Information
- » Health Information
- » Contact information, such as home address and telephone numbers

Q: I received an external email with an attachment from an unknown or suspicious source, what should I do?

A: If you do not know the source of the email, do not open the email, the attachment, or any links within the email. Forward the email to informationsecurity@mts.com and delete the email from your inbox. If you need special assistance you can request local IT resources by calling your location's IT help desk.

For more information on privacy and security requirements, see IT-013 Information Security Policy, ORC-013 Privacy Incident Response Policy, and ORC-014 Global Privacy and Data Protection Policy, available on the company intranet.

Serving Our Customers

We are committed to our Customers' success

Antitrust Compliance

We compete fairly and honestly, not through unethical or illegal business practices in restraint of trade which may reduce competition. We abide by applicable antitrust laws whenever we form alliances or teams, and wherever we do business. We prohibit entering into agreements with competitors to influence prices; to boycott specific suppliers or customers; to allocate customers or territories; to limit production or sale of products or product lines for anti-competitive purposes; or, to engage in other anti-competitive behavior. Employees involved in any dealings with competitors should never engage in anti-competitive discussions, and if approached by anyone to enter such discussions, must report the matter to OGC. Any business arrangement with a competitor must be reviewed and approved by OGC to ensure compliance with antitrust laws.

Fair Dealing and Competition

We must always remember that ethical business behavior is good business and that we should maintain transparent and honest practices in our role at MTS. Truthful and accurate communication of information about our products and services is essential to meeting our commitments to our customers. Employees must be honest in preparing bid proposals based on properly estimated cost and pricing data and be truthful in negotiating contracts. We must never do anything to compromise the integrity of the bidding process. Excellence in performance must be based on our compliance with contract specifications and associated quality and testing requirements. We seek to outperform our competition fairly and honestly, and never through unethical or illegal business practices, such as the use of intellectual property or other proprietary information not owned by MTS or authorized for use by the rightful owner.



Antitrust laws regulate trade and commerce by preventing unlawful restraints, price-fixing, and monopolies; by promoting competition; and, by encouraging the production of quality goods and services at the lowest prices.

Accurate Business Records, Financial Records and Record Management

Accurate business records are essential for internal decision making and for the benefit of shareholders, investors, regulators and others who rely on them. Each of us has the responsibility to ensure our records are current, accurate and complete. Accurate business records are an important component of our legal and regulatory obligations as a publicly traded company.

Our books, records, accounts and financial statements must properly document all Company assets and liabilities, and accurately reflect all Company transactions. These records should be sufficiently detailed and maintained in accordance with applicable accounting and OGC requirements and standards, as well as internal controls.

Truth and accuracy of reporting is required. We cannot tolerate the creation or approval of records that are inaccurate, false or misleading.

It is fraudulent and a violation of our Code to:

- » Submit inaccurate or misleading expense reports
- » Alter, remove or destroy documents, except in accordance with our Record Retention policy and local laws
- » Inaccurately record time for reporting purposes

- » Falsify quality, safety or environmental reports
- » Process or submit false or inaccurate invoices
- » Record false revenue
- » Understate or overstate known liabilities or assets
- » Approve inaccurate information for publication or other use
- » Use non-approved business communication tools or software to conduct business or retain business records

Managing our records is a critical component to building trust. "Records" include all electronic, emailed, imaged and paper documents created, received and maintained as evidence or information used by the Company for regulatory, accounting or business purposes. Effective management of these documents allows us to meet our business needs and ensure they are available when needed. It also helps us comply with all applicable laws and regulations and preserves relevant documents in case of litigation, audits, or investigations. If you have a concern in this critical area, speak up to a Company Resource, without fear of retaliation.



Q: A customer selected "Reply to All" on an email that contained a competitor's quote, sending it to multiple competitors, including MTS. What should I do?

A: Do not open the quotation. Contact your Supervisor, ORC and OGC. Direction will be provided to delete the email and determine the steps necessary to notify the customer and competitor if necessary.

Serving Our Customers

Our Customers depend on us to deliver reliable, safe and quality products

Product Quality and Safety

We must ensure that all of our products are designed and manufactured in compliance with all applicable safety laws and regulations, quality requirements and specifications. Our customers depend upon us for reliable, safe and quality products. It is never acceptable to cut corners, falsify documentation, skip an inspection or use an undocumented process.



Q: A customer has a question about compliance with a product safety standard. Who should I contact?

A: Thank them for asking the question and coordinate with our Product Safety subject matter expert to provide a response. Email: productcompliance@mts.com



Protecting Our Stockholders and Our Company

We avoid conflicts of interest and act in the best interests of the Company

Conflicts of Interest

At MTS, we always expect one another to act in the best interests of the Company. This means that business decisions should be made free from any conflict of interest or the appearance of a conflict of interest. Decisions made should also be impartial and based on sound business reasoning. Conflicts of interest may occur when an individual's outside activities or personal interests (or those of his or her relatives or other close relationships) conflict, or could be perceived as conflicting, with their responsibilities to MTS. MTS requires employees to avoid conflicts of interest, as well as situations that could be perceived as a conflict of interest. If you encounter or are aware of a situation that creates a potential conflict of interest, you should promptly disclose to your Supervisor, Local Ethics Committee, HR or other members of management, ORC or CRCO, OGC, or MTS AlertLine. An outside activity could be considered a conflict of interest if it could:

- » Have a negative impact on our business interests
- » Negatively affect MTS' reputation or relations with others
- » Interfere with an individual's judgment in carrying out his or her job duties



Q: I want to take a part-time job or start a new company, but a co-worker said I need to have that reviewed and approved by the Company. This is my business, why does the Company need to know?

A: The Company needs to be sure the part-time work or new company does not interfere with our MTS work or with our business interests. We need to conduct a conflict of interest review. Complete the Outside Business Interest Disclosure Form on the MTS Policies and Procedures site. The Company will remind you that no Company time or resources may be used for the secondary job or new company. If there are no issues, or if any of the concerns can be addressed, your proposed part-time job with another organization will likely be approved.

Examples of Situations Creating Conflicts of Interest:

- » Competing against the Company.
- » Use of Company position or influence to make a decision that may result in a personal gain or benefit for yourself or others, such as doing Company business with family members or making hiring decisions based on personal interests.
- » Use of Company assets or resources or providing company information for personal gain or the improper benefit of others.
- » Accepting or using a business gratuity or gift from a competitor, supplier or customer that is inconsistent with MTS policy.
- » Employing or having a relative in a direct reporting relationship or in a position that poses a possible conflict of interest.
- » Engaging in outside employment that is inconsistent with MTS policy.



Protecting Our Stockholders and Our Company

We must never use material non-public information of any kind for personal gain

Insider Trading Is Prohibited

It is illegal to purchase or sell MTS securities if we have “material non-public information” concerning MTS. Securities include common stock or other debt or equity securities, options or shares held in MTS investment and retirement plans. If you engage in insider trading you will likely lose your job and be subject to significant civil and criminal penalties. You must never use material non-public information about MTS or the companies doing business with MTS for personal gain. In addition, you must never give material non-public information to others who may purchase or sell MTS securities or the securities of other companies. If you provide a “tip” to someone who then buys or sells securities, both of you can be convicted of insider trading. “Non-public information” is information that is known within the Company and has not been publicly released.

Some examples of non-public information that could be considered material include:

- » The Company’s financial results,
- » A pending or proposed merger, acquisition, or tender offer,
- » A Company restructuring,
- » Changes in dividend policies, the declaration of a securities split, or the offering of additional securities,
- » Bank borrowings or other financing transactions out of the ordinary course,
- » Changes in management,
- » Impending bankruptcy or financial liquidity problems,

- » The gain or loss of a substantial customer or supplier or a substantial change in business with a customer or supplier,
- » A conclusion by the Company or notification from its auditors that any of the Company’s previously issued financial statements should no longer be relied upon.



Q: I am working on a due diligence team for an acquisition the Company is considering and the potential acquisition is still a secret. Can I buy publicly traded stock in the acquisition target?

A: No. Buying stock under these circumstances would be a serious violation of law and could result in jail time and serious monetary fines. It would also violate Company policy. You could face disciplinary action up to and including termination.

Individuals considered insiders are subject to additional trading restrictions and should seek guidance from the Office of General Counsel. Insiders are members of the Board of Directors, MTS officers, designated employees who receive or have access to material nonpublic information regarding the company, and members of their immediate families.



Protecting Our Stockholders and Our Company

We must be good stewards of our technology and assets

Appropriate Technology Use

We each have a responsibility to use our Company's network and computer systems, including the email system, the Internet and company-issued computers and devices, ethically and legally. While occasional, non-disruptive personal use of these systems is permitted, we should be aware that our Company reserves the right to monitor our use, except when prohibited by local law. This includes all data and communications transmitted by, received by or contained in Company email or voicemail accounts, as well as all electronic documents maintained on the Company's systems including Company information on laptops, tablets, and other mobile devices.



Q: I am travelling to another country. What safeguards do I need to take to protect my IT assets and information?

A: Take only the information you need for the trip. Leave your laptop at home or take a loaner device if possible. Never leave your devices unattended and report anything suspicious to the MTS IT Service Desk. If you are hand-carrying hardware, software, or technical data to another country, please contact the Global Trade team well in advance of your departure date to determine whether an export license is required.

Use "passphrases" such as "MTSh@sgr8pr0duct\$" rather than "passwords" for better security.

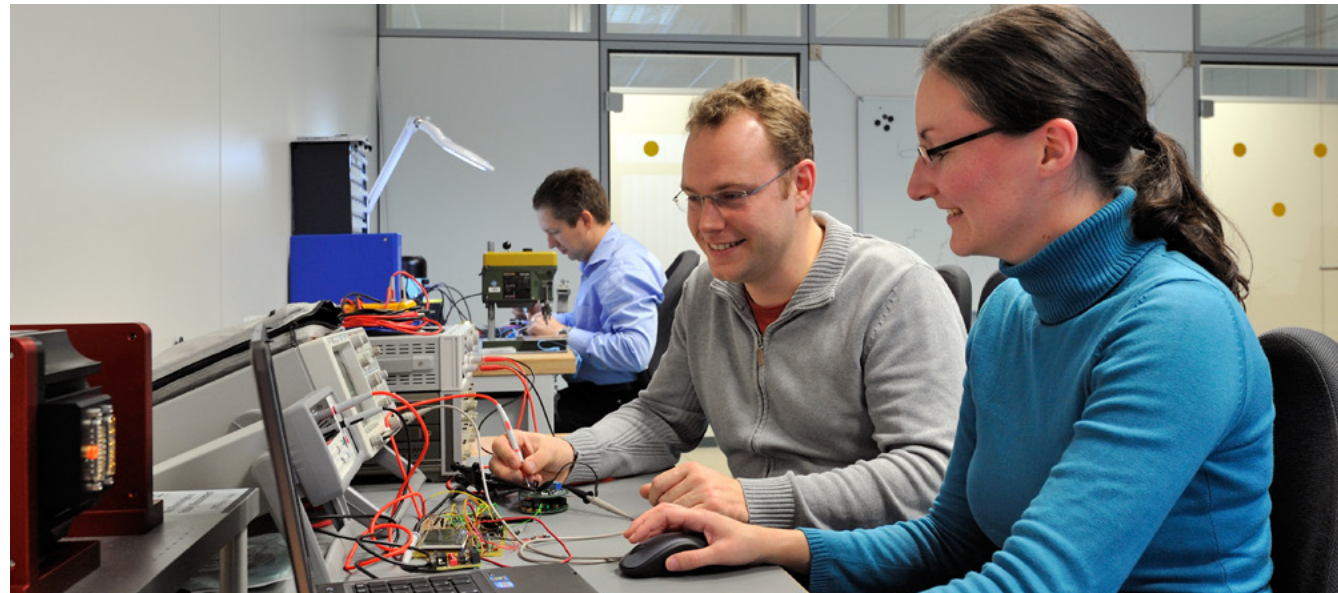
Protection of Company Assets

MTS provides business tools, such as computers, telephones and a wide variety of other equipment, to enable us to be productive contributors to MTS' success. We must exercise care and good judgment in using and protecting these assets responsibly to avoid loss, damage, theft, unauthorized or improper use.

All of the tangible and intangible property generated and gathered in our business (such as intellectual and proprietary information) are valuable assets of the Company. Protecting our Company's information plays a vital role in our success, and it must be maintained in strict confidence unless otherwise required by law or permitted by MTS.

Protecting the Company's Reputation

Our reputation and image are valuable Company assets, and we must all remember how easy they are to damage. The public perception of our Company ultimately impacts our relationships with each other, our customers, and our stockholders. Protecting our reputation by always using sound business judgment is of vital importance. required by law or permitted by MTS.



Supporting Our Global Communities

Wherever MTS operates, we respect and comply with local laws and regulations

Wherever MTS operates, we must respect and conform to each country's unique customs and business practices. Above all, we must follow its laws and regulations. When business transactions involve more than one country, we must find the best way to comply with all applicable laws. Whenever a possible conflict of law occurs, always seek guidance from ORC.

Anti-Corruption Measures

MTS takes a firm stance against corruption and bribery, regardless of impact on business performance. Corruption or bribery runs counter to our values and is not tolerated. These standards apply to all of us, regardless of where we work and regardless of local customs. In addition to running counter to MTS Values, bribery is illegal, no matter how small the bribe. MTS is subject to a variety of anti-corruption and anti-bribery laws across the globe, including the U.S. Foreign Corrupt Practices Act (FCPA), the UK Bribery Act 2010, and the local laws and regulations of all other countries in which we do business. The scope and applicability of the FCPA is broad. The content of the FCPA laws and regulations must be observed at all locations worldwide. In addition, MTS, our employees, directors, officers, third parties, consultants, and representatives must comply with all applicable anti-corruption laws of the countries where we do business. Penalties for violations of these laws can be very severe for those involved. Even suspected violations of these laws can damage our reputation.

A bribe has a broader definition than just a cash payment, and can include kickbacks, and anything else of value. If something is offered in exchange for obtaining or retaining business, gaining an unfair advantage or causing someone to do something improper, it is likely to be considered a bribe. No

MTS employee or anyone conducting business on our behalf may, directly or indirectly, offer anything of value with the intent to wrongfully influence a government official. Nor may we, directly or indirectly, request or accept bribes or kickbacks in connection with our work. We should also avoid situations and conduct that may create any perception of improper influence.

Gifts, Business Courtesies, and Sponsorships


MTS expects the highest standards of integrity and conduct from its employees in all matters affecting the Company. Gifts, business courtesies (such as entertainment and travel expenses), and sponsorships on a modest scale are commonly used to strengthen working relationships among business associates. However, gifts, business courtesies, and sponsorships cannot be used as a bribe or kickback or otherwise to gain, or have the perception of gaining, any improper advantage or influence. In addition, there are very stringent rules that apply to U.S. and foreign government agencies where, in many cases, gifts and business courtesies are absolutely prohibited. For this reason, we must follow all applicable Company policies before giving or receiving gifts, business courtesies, and sponsorships, which could require obtaining advance approval and verifying that rules of the recipient's organization are not violated and that the offer or receipt of any gift, business courtesy, or sponsorship is permitted by law and consistent with reasonable market practices. ORC will help with this analysis.



Q: When a foreign government customer visits our facility for a product demonstration, may I pay for their meal at a restaurant and for tickets to a professional sporting event?

A: We compete fairly and not on the basis of any improper advantage. We will need to review and approve these proposed business courtesies in advance with the Office of Risk and Compliance. Advance approval is required for hospitality involving foreign government entities/officials and the permissibility of the request will vary depending on the circumstance, the laws of the foreign country of the customer, or the customer's own internal policies. The request also must be assessed for compliance with other applicable laws such as FCPA.



 A gift is anything of value given or received as the result of a business relationship for which we did not pay fair market value.

Supporting Our Global Communities

Follow the rules that apply to international business

International Trade

MTS complies with all applicable international trade laws and regulations. These laws govern the transfer between countries of goods, services and technology, and include export controls, embargoes and sanctions, and anti-boycott laws. Because MTS is a global company, we must be familiar with MTS' policies relating to international trade.

All MTS employees must review, understand and support compliance with regulatory requirements before engaging in international business. These laws and regulations change frequently and may differ from country to country. Their prohibitions primarily apply to the export from the United States of goods and services, but sometimes reach further. Reach out to the Global Trade team with questions on regulatory requirements. For example, international trade laws can apply to matters such as: any type of dealing (directly or indirectly) with a person, company or foreign government agency on a U.S. government blacklist or restricted list; any contact with a foreign national; a tour by a foreign national of a Company facility in the United States or abroad; a meeting with a foreign national at a trade show; sending a product formulation to an overseas supplier; or submitting a proposal to a foreign government or foreign government agency. Other international trade laws prohibit cooperation with certain restrictive trade practices or boycotts imposed by foreign countries. We must be aware of and comply with all of these laws. Penalties for violations of international trade laws can be severe, including fines, imprisonment or debarment from government contracting. In order to support compliance, follow Company policies for global trade and proactively consult with the Global Trade team and the Office of Risk and Compliance if you have any questions.

Environmental and Social Compliance

MTS is committed to compliance with applicable global and local environmental requirements. We support environmentally conscious practices that positively influence our customer's products and our facilities. We strive to design our products considering environmentally responsible lifecycle management. We encourage operational opportunities to minimize environmental impact, specifically focused on air, water, energy, and waste management.

We are also committed to supporting the health, safety and well-being of our employees, while upholding the protection of human rights and labor rights. MTS contributes to global safety in our communities with products and solutions that improve the reliability of cars, planes, bridges, buildings and more.

We are focused on creating a better, safer, more sustainable world. See details regarding our practices at www.mts.com/home.



Q: I communicate regularly via email with a customer engineer in another country about my project. Are there export control concerns?

A: Yes. Your email exchanges may be transmitting technical data that is controlled by export control laws to a foreign national and may require authorization prior to communication. Depending on the nature of the technical data, we may be providing a service which also may require authorization. Contact Global Trade Team or ORC for guidance.

What is an Export?

Any tangible or intangible item that is sent from one country to another. This is true regardless of the item type (e.g., hardware, software, and technical information) or method of transportation (e.g., email, mail, shipment or hand-carry). In addition, when releasing controlled technology to a foreign person, wherever located, it is considered a deemed export.



Supporting Our Global Communities

Working with third parties and supporting government activities in accordance with the highest ethical standards

In the course of doing business around the world, MTS interacts regularly with government officials. How we conduct ourselves with governments and in the political arena can affect our reputation, our operations around the world and our ability to work with government officials and other stakeholders. The trust that we depend upon from both local and global communities and governments is essential to our business, and we must continually earn it. Our activities must meet the highest ethical standards and comply with both U.S. and local laws and regulations. In all instances, it is imperative for employees to seek proper guidance from OGC.

Engaging in Lobbying Activities

Lobbying is an activity aimed at influencing public policy decisions by providing information to elected or appointed officials and their staff. Lobbying activities include both direct communication with public officials and providing support to any person who engages in such communication. Lobbying activities, in the United States and elsewhere, are strictly regulated. Prior to engaging in lobbying activities, any employee or director must obtain guidance from OGC.

Making Political Contributions

Political contributions from the corporation concerning elections of any kind must be approved in advance by the OGC.

Making Charitable Contributions

The MTS corporate philosophy is to conduct business in a socially responsible manner. We seek to support programs that have industry, community, and Company benefit and identification through financial contributions, allocation of human resources or encouragement of employee initiatives.

All contributions to non-U.S. charities must be approved in advance and in writing by OGC. This is in addition to the approval requirements in the MTS Corporate Contributions Policy.

Government Contracting

When MTS conducts business with government entities, we are committed to compliance with applicable national, state, and local laws and regulations and following consistent mandatory disclosure processes. We must disclose, in a timely manner, credible evidence of certain violations by anyone from MTS or a subcontractor to MTS, of federal criminal law involving fraud, conflicts of interest, bribery, or gratuities, violations of the civil False Claims Act, or any instance in which the government may have made an overpayment on a government contract or subcontract. If you work on government contracts, partner with the Office of General Counsel and follow the company's policies regarding government contracts. For questions or guidance, contact the Office of General Counsel.

Providing Gifts to U.S. Public Officials is not allowed under any circumstances. This includes meals and entertainment.

Working with Third Parties

MTS follows legal, compliant and ethical business practices and expects the same from the business partners, vendors, suppliers and other third parties we work with. Company policies and contractual agreements set the terms and conditions for third parties doing business with MTS. It is our responsibility to make sure MTS only does business with those who are committed to integrity and have business practices that are aligned to the principles in our Code and the law. We must follow Company policies when onboarding and using third parties. Failure of a third party to follow contractual agreements can result in termination of the relationship with MTS.



Q: I attended a campaign fundraiser for a congressman, and I'm confident that the Company would like to see him re-elected. I wrote a personal check to the congressman's campaign committee and included the amount in my expense report. Will the Company reimburse me for this expense?

A: No. If the Company reimburses you for the contribution, the Company will be the source of the contribution, which could violate U.S. law. In addition, Company policy requires that all campaign contributions be approved, in advance, by OGC.



Closing Note

MTS' legal, compliance and ethical obligations and the situations we may encounter go far beyond what is included in this Code. We must comply with both the letter and the spirit of this Code, Company policies, and the many laws and regulations that affect our business.

If questions arise about any matter of ethics or compliance, whether covered by this Code or not, or if you see something that seems inconsistent with MTS Values, you should consult your Supervisor, HR, OGC, Local Business Ethics Committee, Office of Risk and Compliance or call the MTS AlertLine, without fear of retaliation. Corporate Policies are also a valuable resource for guidance on many compliance issues and must be followed.

The responsibility for meeting these obligations cannot, however, be fully defined or guaranteed by any set of written rules. There will almost certainly be times when the best course of action can only be recognized by ensuring our actions are consistent with our Company's values and ethics. Driven by a passion for excellence in everything we do, we strive to achieve results the right way – according to the ethical principles in our Code and in a manner consistent with our values.

In the end, our confidence must rest, as it always has, on the honesty, integrity and good sense within each of us.



MTS Systems Corporation
14000 Technology Drive
Eden Prairie, MN 55344-2290 USA

ISO 9001 Certified QMS
<http://www.mts.com>

AlertLine Phone Numbers

Addendum A:

Country	Direct Access Number	AlertLine Number
North America	1	888-321-5562
Asia		
China (Southern)	10-811	888-321-5562
China (Northern)	108-888	888-321-5562
India	000-117	888-321-5562
Japan (KDDI)	00-539-111	888-321-5562
Japan (NTT)	0034-811-001	888-321-5562
Japan (Softbank Telecom)	00-663-5111	888-321-5562
South Korea (Dacom)	00-309-11	888-321-5562
South Korea (Korea Telecom)	00-729-11	888-321-5562
South Korea (ONSE)	00-369-11	888-321-5562
South Korea (U.S. Military Bases - Dacom)	550-2872	888-321-5562
South Korea (U.S. Military Bases - Korea Telecom)	550-4663	888-321-5562
Europe		
Belgium	0-800-100-10	888-321-5562
Czech Republic	800-143-978	888-321-5562
Denmark	80-83-00-67	888-321-5562
France	0-800-99-1011	888-321-5562
France	0-800-99-1111	888-321-5562
France	0-800-99-1211	888-321-5562
France (France Telecom)	0-800-99-0011	888-321-5562
France (Paris Only)	0-800-99-0111	888-321-5562
France (Telecom Development)	0-805-701-288	888-321-5562
Germany	0-800-225-5288	888-321-5562
Italy	800-172-444	888-321-5562
Netherlands	0-800-022-9111	888-321-5562
Russia	8^ 10-800-110-1011 ^ Indicates second dial tone	888-321-5562
Russia (Outside Moscow)	8^ 495-363-2400 ^ Indicates second dial tone	888-321-5562
Russia (Outside St. Petersburg)	8^ 812-363-2400 ^ Indicates second dial tone	888-321-5562
Russia (St. Petersburg and Moscow)	363-2400	888-321-5562
Sweden	020-799-111	888-321-5562
United Kingdom (British Telecom)	0-800-89-0011	888-321-5562

AlertLine Privacy Notice

Addendum B:

If you choose to report your business ethics or compliance concern to the AlertLine, note that MTS complies with applicable data protection laws, including the EU General Data Protection Regulation, when handling your personal data.

MTS is a data controller with respect to personal data collected and processed for the purpose of reporting a business ethics or compliance concern. MTS complies with our internal European Privacy Notice and the External Privacy Notice posted on MTS websites. Our notices cover the following in terms of your personal data:

Categories of personal data provided by you at your sole discretion

- » Purpose of processing and legal basis for processing
- » International transfers
- » Retention period
- » Your rights under the GDPR and other data privacy laws in your country (where applicable)

Your personal data will be shared with MTS to investigate a reported matter. Only select employees with responsibility to investigate matters will have access to information, as needed. Reported matters may be escalated to our Board of Directors based on the nature and potential impact of the matter. MTS takes appropriate steps to ensure that such personnel are bound by duties of confidentiality with respect to your personal data.

MTS has contracted with a third party service provider in the United States to operate the AlertLine for reporting concerns. MTS has contractual agreements with the third party service provider regarding confidentiality and security of your data, and receives and processes data in accordance with the EU General Data Protection Regulation.

In certain circumstances, we share and/or are obliged to share your personal data with third parties outside of MTS, for the purposes of investigating your reported matter and in accordance with the data protection laws. These parties will act as controllers of your personal data in their own right, and they are also responsible for compliance with applicable data protection laws.

If you have any questions or requests regarding the collection or processing of MTS personal data, please contact privacy@mts.com. You can also contact our Data Protection Officer by sending an email to DPO@mts.com.