

KULICKE AND SOFFA INDUSTRIES, INC.

Code of Ethics for Senior Officers

I. Introduction

This Code of Ethics for Senior Officers (the “Code”) applies to the Senior Officers of Kulicke and Soffa Industries, Inc. (the “Company”) and its subsidiaries. The term “Senior Officer,” as used in this Code, means the Company’s chief executive officer, chief financial officer, principal accounting officer, controller, and any other person performing similar functions. While this Code provides general guidance for appropriate conduct and avoidance of conflicts of interest, it does not supersede specific policies that are set forth in other Company policy statements. In the event of any conflict or inconsistencies between this Code and any other such policy, this Code shall prevail.

The purpose of this Code is to deter wrongdoing, provide guidance to the Company’s Senior Officers with regard to, and to promote:

Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;

Full, fair, accurate, timely, and understandable disclosure in reports and documents that the Company files with, or submits to, the Securities and Exchange Commission (the “SEC”) and in other public communications made by the Company;

Compliance with applicable governmental laws, rules, and regulations;

Prompt internal reporting of violations of the Code to an appropriate person; and

Accountability for adherence to the Code.

Each day, the Senior Officers make decisions that affect the Company’s business, its employees, customers, and shareholders. The Senior Officers should avoid even the appearance of unethical or unprofessional behavior. To that end, a Senior Officer should seek advice from the Company’s Compliance Officer¹ when faced with a situation that may violate or give the appearance of violating the Code or other Company policies, laws, rules, or regulations.

¹ The Company’s Compliance Officer shall be the General Counsel or such other person as the Audit Committee may designate from time to time, provided that such designee is not the Company’s Chief Financial Officer. The Compliance Officer shall report directly to the Chief Executive Officer in his or her capacity as Compliance Officer.

II. Honest and Ethical Conduct

The Company expects and requires ethical behavior from the Senior Officers. The Senior Officers owe a duty of loyalty to the Company and are expected to act in the best interests of the Company. Further, each Senior Officer, in carrying out his or her professional obligations, must act with honesty and integrity, and promote honest and ethical conduct in others.

III. Conflicts of Interest

A conflict of interest exists when an employee's personal interests interfere with, or give the appearance of interfering with, the Company's interests. Each Senior Officer must avoid actual or apparent conflicts between his or her private interests and those of the Company, including improper personal benefits as a result of the officer's position with the Company. In addition, a Senior Officer may not use corporate assets or information or his or her position for personal gain. Conflicts of interest can manifest themselves in many ways and may reach farther than just the person employed by the Company. For example, conflicts may arise as a result of situations involving an employee's family member.

Some of the more common conflicts which Senior Officers should avoid are listed below:

- a) Relationship of Company with third-parties. Senior Officers may not receive a personal benefit from a person or firm which is seeking to do business or to retain business with the Company. A Senior Officer shall recuse him or herself from any Company decision involving another firm or company with which the Senior Officer is affiliated.
- b) Compensation from non-Company sources. Senior Officers may not accept compensation (in any form) for services performed for the Company from any source other than the Company.
- c) Gifts. Senior Officers may not offer, give or receive gifts from persons or entities who deal with the Company in those cases where any such gift is being made in order to influence the Senior Officers' actions, or where acceptance of the gifts could create the appearance of a conflict of interest.
- d) Personal use of Company assets. Senior Officers may not use Company assets, labor or information for personal use unless approved by the Chairman of the Audit Committee or part of a compensation or expense reimbursement program available to all Senior Officers.

In addition, Senior Officers may not obtain loans from, or have any obligations guaranteed by, the Company.

IV. Corporate Opportunities

Senior Officers are prohibited from:

- a) Taking for themselves or their companies opportunities that are discovered through the use of Company property, Company information or position as a Senior Officer;
- b) Using the Company's property or information for personal gain; or
- c) Competing with the Company for business opportunities.

V. Confidentiality

Senior Officers must maintain the confidentiality of information entrusted to them by the Company and any other confidential information about the Company that comes to them, from whatever source, in their capacity as a Senior Officer, except when disclosure is authorized or legally mandated. For purposes of this Code, "confidential information" includes all non-public information relating to the Company.

VI. Accuracy of Reporting

As a publicly traded company, the Company must comply with federal and state laws and regulations with respect to accuracy in the information it reports to the SEC and communicates to the public. Senior Officers must help to ensure that the Company's periodic reports and public statements comply with all applicable regulations and are fair, accurate, timely, complete, and understandable. In particular, the Company's financial statements included in its periodic reports must accurately and fairly disclose the Company's assets, liabilities, and other material transactions engaged in by the Company. Any Senior Officer who becomes aware of any noncompliance with applicable regulations, or of any inaccuracies in any of the Company's reports and public statements, or material omissions from the Company's reports and public statements, shall immediately report such inconsistencies or omissions to the Chair of the Audit Committee. Senior Officers must not knowingly misrepresent, or cause others to misrepresent, facts about the Company to others whether within or outside the Company, including to the Company's directors and auditors, or to government regulators and self-regulatory organizations.

Finally, the Senior Officers are each required to respect the confidentiality of information acquired in the course of the performance of their responsibilities.

VII. Compliance with Laws, Rules and Regulations

The Company's continued and current success largely depends upon its reputation for engaging in its business in an ethical and legal manner. All Senior Officers must comply with both the letter and spirit of federal, state, and local laws, rules, and regulations worldwide applicable to the Company's business.

Senior Officers have the duty to promptly disclose significant deficiencies in the design or operation of the Company's internal controls.

VIII. Responsibility for Reporting

Senior Officers must report violations of any of the policies set forth in this Code. **This mandatory reporting obligation applies whether or not the Senior Officer was personally involved in the alleged violation of the policies set forth in this Code.**

The Audit Committee has established formal whistleblower procedures (“Complaint Procedures”) covering the receipt, retention, and treatment of complaints regarding violations of this Code, including, without limitation, improper accounting or auditing matters and violations of internal accounting controls. The Complaint Procedures provide for the confidential and anonymous submission of concerns regarding questionable accounting or auditing matters. The Compliance Officer administers the Complaint Procedures. The Senior Officers must read the Complaint Procedures, which have been made available to the Senior Officers by the General Counsel.

Upon observing or learning of any violation of the policies set forth in this Code, Senior Officers must report the same either directly to the Chair of the Audit Committee or on a confidential and anonymous basis under the Complaint Procedures. Once the Audit Committee receives notice of a suspected violation of this Code, the Audit Committee shall inform the Compliance Officer and the Compliance Officer shall promptly begin an investigation in accordance with the Complaint Procedures. If a violation is found to exist, such individual shall be subject to disciplinary action as described in Section VII of the Code.

Any matter reported to the Audit Committee will be treated confidentially by the Company and not disclosed to anyone other than the Board, the Audit Committee, the Legal Department, and outside counsel unless disclosure is required by law or this Code.

The Company will not discharge, demote, suspend, threaten or harass or in any manner discriminate against any Senior Officer in the terms and conditions of employment based upon any lawful actions of such Senior Officer with respect to the good faith reporting of violations of this Code or otherwise as specified in Section 806 of the Sarbanes Oxley Act of 2002.

IX. Compliance; Administration

As a condition of employment and continued employment, each Senior Officer must accept the responsibility of complying with the foregoing policies and acknowledge his or her receipt of the Code by executing the attached Acknowledgement. The Company will, at least annually, require each Senior Officer to certify as to his or her compliance with this Code. The Company reserves the right to request any Senior Officer to complete and submit such certification more frequently as the Company may deem advisable.

Any Senior Officer who violates any of these policies is subject to disciplinary action including but not limited to suspension or termination of employment, and such other

action, including legal action, as the Company, acting by the Audit Committee, determines appropriate under the circumstances.

X. Amendments; Waiver

The Company reserves the right to amend, waive, or alter the policies set forth in the Code at any time. Any amendment to the Code or waiver (including an implicit waiver) of any provision of the Code for Senior Officers requires the approval of a majority of the Company's independent directors. Unless the SEC rules and regulations otherwise provide, amendments and waivers of any provision of the Code applicable to Senior Officers must be promptly disclosed in accordance with SEC regulations, including an explanation for the waiver. Waivers include, among other things, a material departure from a provision of this Code. Implicit waivers include the Company's failure to take action with respect to violations of Code provisions within a reasonable time following the Company's receipt of notice of the violation.

Adopted: December 16, 2003.
Revised: October 2, 2012

ACKNOWLEDGEMENT

I hereby acknowledge receipt of the Code of Ethics for Senior Officers (the “Code”) of Kulicke and Soffa Industries, Inc. I have read the Code and understand and acknowledge that I may be subject to disciplinary action including, but not limited to, suspension, dismissal, or any other action, including legal action, by Kulicke and Soffa Industries, Inc. in the event of my violation of the Code.

Date: _____

Name

Signature

Title

CODE OF ETHICS FOR SENIOR OFFICERS REPORTING FORM*

The undersigned hereby certifies that he or she is not aware of any of the following:

1. Any violation of the Code of Ethics for Senior Officers (the “Code”) of Kulicke and Soffa Industries, Inc. and its subsidiaries (collectively, the “Company”) by the undersigned; or
2. Any violation of the Code by Company directors, officers, or employees.

Date: _____

Name

Signature

Title

* Violations reported under the Whistle-blower Policy are not covered by this Form.