Keysight Standards of Business Conduct

We are One Keysight.

KEYSIGHT

BROCHURE

Standards of Business Conduct | CEO Message

Dear Keysight employee,

At Keysight, we take great pride in conducting business with uncompromising integrity. Our reputation for honesty, fair dealing, and ethical behavior is a defining hallmark of our corporate culture. Our ability to do business in over 100 countries directly results from this reputation. Each of us bears responsibility for upholding our values whenever we act on behalf of Keysight.

Keysight's Standards of Business Conduct serve as a guide to our ethical and legal obligations as employees. The Standards govern your dealings with customers, competitors, suppliers, third-party partners, and your fellow employees. We all are personally accountable for knowing, understanding, and complying with these Standards on a daily basis.

I expect all managers to conduct regular reviews of the Standards of Business Conduct with their employees, be available to answer questions or assist in understanding the standards, and model adherence to the standards.

Keysight values and encourages an open environment where employees feel comfortable speaking up. Please use the channels outlined in the "Reporting Concerns and Asking Questions" section if you have any questions or concerns. Keysight will not tolerate any retaliation, threats, or negative treatment against employees who choose to report their good-faith concerns.

At Keysight, we take our ethical and legal obligations seriously and expect all employees to do the same. Adherence to Keysight's Standards of Business Conduct will ensure that ethical and honest dealings remain central to our core values.

I am incredibly proud of Keysight's legacy of uncompromising integrity, and I want to thank you for doing your part to protect it.

Satish Dhanasekaran, President and CEO

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Keysight Values

We are One Keysight. We Believe In:

Value creation

Our #1 objective is to make a profit. We are business savvy and we invest in opportunities with top returns. We create maximum value for Keysight investors.

Customer insight

We believe our customers are the heart of the company. We seek external viewpoints to innovate relevant and valuable solutions for our customers. We are first to market, winning with passion, intensity and speed.

High performance

We are recognized for our performance; we treat each other with respect; and we are inspired to constantly improve. We contribute to our communities and to the environment. We adhere to the highest standards of ethics, integrity and compliance requirements everywhere we do business.

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Overview

Throughout our history, we have seen dramatic changes in technology, in the economic climate and in our industry, but as a company our commitment to a basic set of values has remained the same. Our Standards of Business Conduct ("Standards") help us stay true to our values by providing the information, guidance and resources needed to operate with honesty and integrity and in compliance with the laws and regulations everywhere we do business.

Who must comply with our standards?

Our Standards apply to all employees, executives, officers, directors, managers and third parties who work for—or on behalf of—our company. Each of us has a responsibility to:

- Be familiar with the policies and guidelines set forth in our Standards.
- Know and comply with the laws and regulations in the countries where we operate.
- Complete training on our Standards at onboarding and annually thereafter.
- When in doubt, ask questions before taking action. Disclose observations or information about conduct you believe might be illegal or unethical or that might violate our Standards.
- Cooperate fully and honestly in any internal investigations of misconduct.

In addition, directors must comply with the Director Code of Ethics.

Managers have additional responsibilities

We look to our leaders not only to set the tone for an ethical workplace, but also to mentor, coach and guide employees on how to conduct business honestly, with integrity and in full compliance with our Standards. If you are a manager, you have a responsibility to:

- Lead by example—demonstrate that there is no gap between what you expect and what you do.
- Create and maintain a workplace where employees feel comfortable coming forward with questions and concerns.
- Support employees who raise issues. Treat the information they share as sensitive, disclosing it only to those who have a business need to know.
- Immediately notify Human Resources (HR) and/or Compliance when you become aware of potential violations of our Standards, and work with HR and Compliance to investigate and recommend solutions.
- Never retaliate against employees for sharing concerns in good faith and prevent retaliation by others.

Look Beyond the Law or Local Culture

As a company that conducts business in a complex global marketplace, we recognize that our Standards cannot address every situation that might arise on the job. However, they set the expectation that each of us will act with the highest integrity in all of our dealings on behalf of Keysight.

Use good judgment at all times and in all places. In situations where local customs or practices conflict with our Standards, you must comply with our Standards. If you are ever faced with an ethical dilemma, let the following questions guide your decision-making:

- Is it legal?
- Does it comply with our policies?
- Does it align with our values?
- Would I feel comfortable if the action were published in the media?

If you can answer "yes," to all four questions, it is probably safe to move forward. But a "no" or "not sure" to any of them should cause you to stop and reconsider your action. It is always appropriate and encouraged—in any situation, under any circumstances—to ask for help before you take action.

Violating our standards

A violation of our Standards is considered misconduct for which employees can be subject to discipline, including immediate termination of employment at Keysight. In certain circumstances, managers may be disciplined for violations of their employees if the managers failed to take steps to prevent the conduct.

Reporting concerns and asking questions

As employees, we are required to speak up if we see or suspect conduct that violates our Standards, our policies or the laws and regulations that apply to our business. You must report through an appropriate channel any misconduct you become aware of, whether the violation involves you, another Keysight employee or a third party conducting business with or on behalf of Keysight. As a corporation whose stock is listed on a public stock exchange, we have a responsibility to our investors and other stakeholders to investigate all reports of misconduct.

Keysight has an Open Door Policy that allows you to report your concerns or grievances to any level of management. Typically your direct manager should be your first point of contact. If you are uncomfortable speaking with your manager or other members of management for any reason (or if you have shared your concern with a manager and feel your concern is not being addressed appropriately), you may contact your local HR representative or one of the following resources:

Global Human Resources	https://keysighttech.sharepoint.com/sites/GPS
Legal Department	https://legal.keysight.com/asklegal.shtm
Compliance	legal.compliance@keysight.com
Compliance Hotline	https://keysight.ethicspoint.com/

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The Compliance Hotline

The Compliance Hotline is operated by an independent reporting service that allows you to communicate your concerns anonymously (where permitted by law) and confidentially via telephone or Internet, anytime day or night. Employees may use the hotline to report concerns of all types, including those related to accounting, internal accounting controls or auditing matters. For more information about the Compliance Hotline, please visit Compliance@Keysight. Where permissible, reporting through the hotline is anonymous; providing contact information on a voluntary basis is helpful for investigating reports, in case there are follow-up questions.

In countries where anonymous reporting is not permitted, employees may share their concerns using our Open Door Policy.

After you report

At Keysight, we have a responsibility to investigate all credible reports of misconduct thoroughly and without bias. Regardless of whom you contact, you can be assured that your concern will be handled promptly and appropriately. We will treat your report with sensitivity and disclose the information only to those who need the information in order to conduct an appropriate investigation and address the issues that have been raised.

We have established processes and procedures to ensure all internal investigations are conducted by qualified personnel in a manner that is lawful and professional. When required by law (or determined appropriate by our company), we may disclose matters to the relevant government authorities.

Our policy on non-retaliation

Sometimes, it may seem easier to say nothing or look the other way if you suspect violations of the Standards. But doing nothing is, in fact, an action that can have serious consequences for Keysight and even for an individual. Always do your part to raise concerns promptly so they can be addressed.

We recognize that reporting any misconduct, including violations of the Standards, can be stressful to the employee making the report. Keysight prohibits retaliation against anyone who makes a good faith report about a known or suspected violation of our Standards and against anyone who assists in an investigation into such matters. We want you to feel as comfortable as possible in coming forward, secure in the knowledge that you are doing the right thing, even if the report is not—or cannot be—substantiated.

Amendments and waivers

Any amendment or waiver of our Standards for executive officers or directors may only be granted by the Board of Directors, a committee of the Board or Keysight's Executive Staff and must be disclosed promptly to our shareholders.

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OUR STANDARDS:

Conflicts of Interest

1.1 Identifying and Disclosing Conflicts

1.2 Financial Interests

1.3 Outside Employment and Consulting

1.4 Board Directorships and Advisory Roles

1.5 Volunteer Activities

1.6 Personal Relationships

1.7 Personal Benefits

As employees, we must make decisions that are in the best interest of Keysight, avoiding situations that could create—or appear to create—a conflict between our own personal interests, or the interests of friends and family members, and the interests of Keysight. We must avoid the types of situations that can give rise to conflicts of interest, recognizing that they can cloud our judgment and impair our ability to make business decisions objectively.

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1.1 Identifying and disclosing conflicts

A conflict of interest can exist any time your personal investments, activities, interests or associations (or those of your family members or others with whom you have a personal relationship) compromise your loyalty to Keysight. When making decisions related to Keysight work, you have a duty to act in our company's best interests and avoid even the appearance of a conflict.

While it is not possible to list every situation that could present a conflict, there are certain situations in which conflicts typically arise, including employment or investments outside of Keysight, particularly when they involve Keysight customers, suppliers, channel partners or competitors. It is your obligation to avoid situations that create conflicts of interest whenever possible and to disclose any potential conflicts when they do arise. If you have questions about the proper course of action in any situation, please seek the advice of your direct manager, any manager in your management chain or a member of HR before taking any action.

Most conflicts can easily be avoided or addressed if promptly disclosed and properly managed. If you are in a situation in which there may be a real or perceived conflict, you must disclose it promptly in writing to your manager or higher in the reporting chain. The responsible manager will review the matter and communicate to you in writing, advising either that there is no objection to the activity or relationship, that there are specific steps you must take to resolve the potential conflict or that the potential conflict cannot be resolved and you may not proceed.

Disclose in writing any real or perceived conflicts of interest.

If the activity is approved, you will have a continuing obligation to disclose any change in circumstances that could result in an actual or potential conflict as you become aware of it. Copies of your disclosure and the company's response will be maintained by Keysight in your personnel file.

Q: My father owns stock in one of Keysight's resellers. Does this violate the Standards?

A: *It depends. If, for example, the reseller is publicly traded and your father's investment is small, it's probably not a conflict. If the reseller is a private company, however, and your father's interest is considered significant, you would need to disclose that information immediately as it could affect, or appear to affect, your ability to make objective business decisions and act solely in the best interests of Keysight. But even seemingly small investments may present a real conflict if the employee is unable to make business decisions objectively in the best interest of Keysight.*

1.2 Financial interests

A conflict of interest may arise if you or a family member holds a financial interest in, or exercises control or influence over, a Keysight supplier, customer, reseller or competitor. The potential for a conflict generally depends on the size of your investment, your job and the nature of the business relationship between our company and the one in which you have invested (or intend to invest). Disclose the investment and seek guidance any time an investment you are considering or have made in the past could pose a potential conflict of interest.

1.3 Outside employment and consulting

Work outside of Keysight can pose a potential conflict of interest if it competes with the work you do for our company or if it interferes with the time, talent and energy you bring to the job.

The following activities are expressly prohibited:

- Working for a competitor in any capacity
- Supporting or promoting the products and services of a competitor
- Supporting or promoting Keysight products or services (or products or services that are similar to ours) on behalf of another company

Holding more than one job or employment status within Keysight—for example, you cannot be an employee of Keysight and simultaneously work for any Keysight supplier, customer, reseller or vendor to provide services to Keysight.

An employee may work for a Keysight supplier, customer or reseller if the nature of the work the employee performs for Keysight does not intersect with the work that he or she will perform for the other company, and if the work does not involve the provision of services to Keysight. But in all such instances where an employee works for a supplier, customer or reseller, the employee must disclose the situation to, and obtain the permission of, the VP of the Keysight business in which he or she works.

Even in situations where a second job is allowed or approved, you must be careful not to use confidential information belonging to either company in performance of your duties for the other. Additionally, any work you do outside of Keysight must not adversely affect the performance of your job responsibilities (or the responsibilities of others) at Keysight.

1.4 Board directorships and advisory roles

Keysight employees are sometimes asked to take directorship positions or to act in advisory roles to the boards of directors of companies, universities or other organizations. Before agreeing to serve as a director or in an advisory capacity on any Board, you must disclose the proposed activity to the Vice President (VP) in your management chain so that the activity can be reviewed to determine whether the position will conflict with or interfere with your job responsibilities at Keysight. Additionally, you must obtain approval from Keysight's General Counsel and one additional member of Keysight's Executive Staff before accepting directorships on the boards of:

- Companies or organizations that support or promote a competitor's products or services
- For-profit product suppliers or service providers, customers or resellers

You must obtain approval from the VP in your management chain before accepting directorships on the boards of nonprofit product suppliers or service providers, customers or resellers.

Accepting a position on the board of directors or an advisory board of a competitor is prohibited.

If you are serving as a director or advisor for any organization and encounter any situation where your role may be in conflict with Keysight's interests, you must withdraw from the issue creating the conflict and disclose the conflict to Keysight. You may be required to resign from your director or advisor position.

1.5 Volunteer activities

Keysight supports your volunteer service with charitable, professional and community organizations. In general, volunteer activities must take place on your own time using your own funds and resources. In all cases, volunteer work you do must not conflict—or appear to conflict—with your work at Keysight.

Organizations with which you are affiliated must not use Keysight's name, logo or assets unless you obtain approval in accordance with the brand and trademark usage requirements described in Section 3.3 below. Additionally, you must not solicit others on Keysight property or during working hours on behalf of an outside organization, unless doing so is part of a charity drive that has been sanctioned by our company.

There are situations where your volunteer service can present some of the same issues as paid employment. In any situation where the volunteer work that you are doing may conflict with your work at Keysight or the work that Keysight does, you must disclose the proposed activity to Keysight and remove yourself from any decisions involving Keysight and the volunteer organization.

Q: My son's school is doing a fundraiser. Is it okay to distribute a copy of the sales catalog to my co-workers so they can browse and order in their spare time?

A: *Solicitation or distribution of sales catalogs—or any other kinds of literature or sales collateral—during work hours and in work areas is not permitted. You may, however, engage in such activities as long as it takes place in non-working areas during non-working times (for example, during lunchtime in the break room). Note that any form of solicitation on company premises by non-employees is prohibited at all times.*

1.6 Personal relationships

Business decisions can become difficult if the person with whom you are dealing is a friend or family member. Comply with company HR policies and disclose all situations in which you or your Keysight team contemplates conducting business with members of your family, friends or others with whom you have a close personal relationship.

1.7 Personal benefits

You may not receive any personal profit or advantage other than your compensation from Keysight in connection with any transaction involving Keysight. Participation in published frequent flyer programs is acceptable, except for those that offer cash refunds. You may not accept other kinds of free travel or participate in frequent purchase programs outside the travel industry that are based on purchases by or for Keysight. You also are prohibited from obtaining reward points for personal use or other personal benefits from travel service providers in connection with planning a group activity or travel for others. Never use company property, information or your position at Keysight for personal gain, and do not take for yourself a business opportunity that belongs to Keysight. If, through your job, you become aware of such an opportunity, notify your direct manager. Note that gift-giving and receiving can also represent a conflict of interest when doing so influences (or appears to influence) your decision-making. Make sure you know, understand and comply with our policy on gifts and entertainment and review Section 8 of these Standards addressing this issue.

Take Responsibility

- Be alert to the types of situations that could pose a potential conflict.
- Ask yourself: Am I involved in any situation that could create—or even appear to create—a conflict between my personal interests and the interests of Keysight?
- Disclose any actual or potential conflict of interest—or any situation that could present an appearance of a conflict of interest—to management and receive approval before engaging in the activity.
- Remove yourself from any decision-making in situations that pose or appear to pose a conflict.

LEARN MORE:

- Personnel Policies
- Expense and Travel Policy

Q: My sister-in-law works for a company that does business with Keysight. Is that a conflict?

A: *Keysight does not prohibit conducting business with companies that employ friends and family members of our employees, but it is important to disclose the relationship so that you can take any necessary actions to prevent potential conflicts from affecting—or appearing to affect—decisions that you make on behalf of the company.*

Q: In making arrangements with a local hotel, my co-worker applied the hotel reward points earned from booking a corporate meeting to her personal account. Can she do that?

A: *No, she should not receive any personal benefits from doing what's expected of her as part of her job. Accepting the points represents a conflict of interest since her decision—for this meeting and for future meetings—could be based on points she gains rather than the best value for Keysight.*

OUR STANDARDS:

Protecting Information

2.1 Sensitive Information

2.2 Protecting Sensitive Information

2.3 Data Privacy

2.4 “Inside” Information

Information is one of Keysight’s most valuable assets. As employees, we have an obligation to safeguard information about our company, our co-workers and the companies with which we do business. We must know the kind of information considered “sensitive,” never use it for our personal benefit and never disclose it to others, including family members, friends or anyone else, without a need to know it.

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2.1 Sensitive information

You must use only sensitive information for legitimate Keysight business purposes. Use of sensitive information for personal gain or to benefit others is strictly prohibited. This includes trading in securities, participating in prediction markets or event-based contracts, or engaging in betting or wagering activities that are based on, or could reasonably be influenced by, that sensitive information.

Sensitive information is nonpublic information in any form, whether written, verbal, telephonic or electronic, to which you are exposed as part of your job. It includes:

- **Information about our business,** such as new product research, product specifications and designs, business strategies, customer lists and marketing plans
- **Nonpublic financial information,** such as forecasts, pricing strategies and budget information
- **Information about our employees,** such as benefit, compensation and performance information
- **Information about third parties,** such as customers, suppliers, resellers, research partners and other third parties, that we have been entrusted to protect

Some sensitive information, such as nonpublic financial information or other information about our business, may constitute "inside" information. For more on this topic, please see Section 2.4 below.

Q: Why is the protection of sensitive information so important?

A: *Information such as business and technical data drives our competitive advantage in the marketplace and can be of great value to competitors. Violating our policy regarding the disclosure of sensitive information can weaken our competitive position, as well as investments we have made and resources we have developed.*

2.2. Protecting sensitive information

You must safeguard sensitive information by handling it appropriately, limiting access and disclosure, and following company requirements for its use and protection. Label sensitive information in accordance with company guidelines to indicate the level of care to be exercised in handling it and how widely it may be distributed. You should treat unlabeled information as sensitive unless a good reason exists for believing otherwise.

Before disclosing sensitive information—inside or outside of Keysight—ensure that:

- There is a good business reason for sharing it
- You are authorized to disclose it
- You are disclosing it to someone who is authorized to receive it and
- You limit the information to what is necessary for the stated purpose.

In disclosing the information, make sure the recipient knows that the information is sensitive and understands the restrictions related to its use and dissemination. Sensitive information should never be disclosed to third parties without the protection of an appropriate written agreement, such as a confidential disclosure agreement or privacy agreement, providing a written record that documents all aspects of the disclosure. If you are not sure which kind of agreement to use, or if the third party wants to use its own form of agreement instead of ours, contact the Legal Department for guidance.

With regard to receiving sensitive information from a third party, you should accept it only after your manager has made a decision that it is necessary and a written agreement is in place that identifies the information and specifies our obligations in dealing with it. The agreement should be either our standard confidential disclosure agreement or another written agreement that has been reviewed by the Legal Department. Make sure you handle the information in accordance with the agreement and use it only for the purposes it outlines. The best practice when receiving sensitive information, just as when disclosing it, is to maintain a written record that documents all aspects of the disclosure and use.

Your responsibility to protect sensitive information also applies to information that you have received from former employers in conjunction with the work you may have done before coming to Keysight. Similarly, your responsibility to protect sensitive information obtained while working at Keysight is ongoing and continues even if you leave the company to work elsewhere.

2.3 Data privacy

We value the privacy of our employees, our customers and third parties with whom we do business and are committed to the responsible collection, storage, use, transfer and disposal of their personal data. We follow applicable privacy and data protection laws wherever we do business, and we respect individuals' rights to privacy when it comes to their personal data. We are committed to being fair and transparent about how we handle personal data, providing individuals whose data we hold with clear and accurate information about our privacy practices. We maintain appropriate technical and organizational measures to protect personal data from unauthorized use or disclosure, and take swift, deliberate action to investigate and remedy any potential data breach.

Employees with access to personal data in their work at Keysight are required to protect the information entrusted to them. Use it only for the purpose for which it is meant to be used and do not share it with anyone else, inside or outside of Keysight, who is not authorized to receive it. Keysight's Global Data Privacy Policy provides more information about Keysight's expectations for employees with respect to processing personal data, and all employees whose responsibilities include processing personal data are expected to be familiar with it. For further guidance, visit the Keysight Privacy Website.

2.4 “Inside” information

You may not trade in Keysight securities—or suggest that others trade—based on material, nonpublic (or “inside”) information about our company. Information is “material” if a reasonable investor would consider it important in making a decision to buy, sell or hold stock; information is considered “nonpublic” until it is announced to the public through a Keysight press release, SEC filing or other official means.

Trading in Keysight stock includes buying or selling Keysight shares in the open market, buying or selling exchange-traded Keysight options and selling shares that were purchased under a Keysight employee stock option. If you are a participant in the Keysight Employee Stock Purchase Plan, scheduled purchases pursuant to this plan do not violate insider trading rules. Purchases or sales of stock outside of this plan, or changes in your enrollment, are prohibited if you are in possession of material inside information.

Violation of insider trading laws here and abroad can subject you and Keysight to severe criminal penalties.

Additionally, if you learn of inside information about another company, you may be considered an insider for that company and subject to similar trading restrictions. Consult the Legal Department to determine whether information is material and nonpublic before using it to make an investment decision. However, these are guidelines only, and each employee is responsible for determining whether he or she has material inside information.

Q: What kinds of information could be considered inside information?

A: *Estimates of future earnings or profits, the gain or loss of a substantial customer, awards or cancellations of major contracts, information about mergers or acquisitions, changes to the executive management team or major developments in projects, alliances or litigation all could be considered inside information.*

Take Responsibility

- Treat sensitive information carefully, protect it as you would your own personal information and take precautions before disclosing it to anyone inside or outside of Keysight.
- Only share sensitive information if you are authorized to do so—disclose it only to the extent necessary and to those who have both a right and a need to know the information.
- Before disclosing sensitive information to a third party, document the disclosure and responsibilities in a confidential disclosure agreement.
- Comply with the law and Keysight's policies as they relate to data privacy.
- Be aware of and protect the personal data you have access to at Keysight, only use it only for the purpose for which it is meant to be used and do not share it with anyone who is not authorized to receive it.
- Know what information is considered inside information and comply with insider trading rules.
- Do not share inside information with anyone including your family, your broker or others inside or outside of Keysight.
- Do not trade in Keysight stock or the stock of any other company if you possess inside information about that company.
- Do not use Keysight confidential, sensitive, or inside information to participate in prediction markets, event-based contracts, or any betting or wagering activities.

LEARN MORE:

- Global Data Privacy Policy
- Privacy Website
- Insider Trading Policy

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OUR STANDARDS:

Protecting Assets

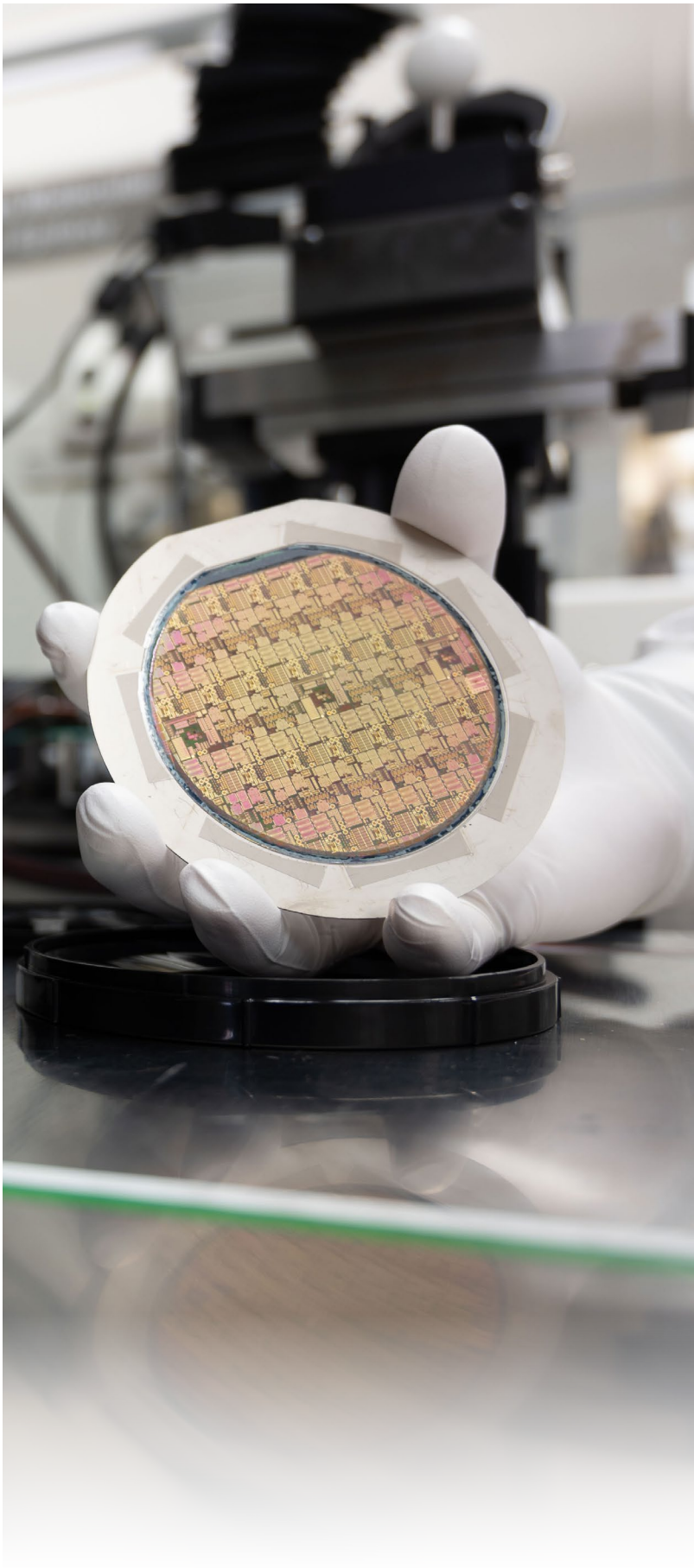
3.1 Physical and Electronic Assets

3.2 Intellectual Property

3.3 The Keysight Brand

3.4 Theft and Fraud

In addition to protecting our information assets, the protection of our physical, financial and technology assets is a critical responsibility. Keysight trusts employees to respect and safeguard these assets, to use them to carry out company business and to protect them from damage, loss, misuse and theft. We also have a responsibility to extend the same degree of care to assets entrusted to Keysight by others.



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3.1 Physical and electronic assets

Assets such as office furnishings, equipment and supplies, computer hardware, software and information systems, whether used inside or outside the workplace, are company property and are provided for your business use. Incidental, infrequent personal use of these assets, within reason, is permitted as long as the use is appropriate and does not violate company policies or applicable laws.

Take steps to protect our systems from viruses and downtime. Installation of unauthorized software, applications, hardware or storage devices on your company-issued computer or access of our network through unauthorized applications or devices can introduce risk. Use good judgment. Know and comply with best practice policies and procedures in the management of software and applications as established by our Information Security and Risk Management team to maintain the integrity of our systems.

We are committed to the responsible and secure use of artificial intelligence ("AI") tools and technologies. When using AI tools, you must protect sensitive information, intellectual property and personal data. Before adopting or using any AI tool to perform your work at Keysight, ensure it adheres to all relevant Keysight policies, it has obtained all required reviews and approvals, and appropriate safeguards are in place. Pay careful attention to the types and labeling of Keysight information you want to use with AI tools, as you may need to get special approvals to enter that category of information into Keysight-approved AI tools. Use good judgment and ensure appropriate human oversight when using AI. You are responsible for reviewing and validating AI-generated outputs before relying on them for business purposes, including considering whether such outputs may be inaccurate, biased, or inappropriate.

Use good judgment in your online and electronic communications. Take care never to violate a law, harass others or disclose confidential information. Honor copyrights for software installed on your equipment—do not duplicate, install or use software in a way that violates the copyright or applicable license terms. Always seek advice from your direct manager or the Legal Department if you are not certain of your rights and responsibilities.

Be aware that any information you create, send, receive, download or store on Keysight systems may be monitored, reviewed and disclosed as we deem necessary, unless prohibited or limited by applicable laws and regulations. You should have no expectation of personal privacy in messages that you send, receive or store on Keysight systems.

3.2 Intellectual property

Intellectual property (IP) includes patents, trademarks, copyrights and trade secrets, as well as the technical data and software developed by Keysight employees in the course and scope of their work for Keysight or related to their Keysight work. Our IP is the product of many years of work and represents a significant investment, one we need to protect in accordance with company policies and applicable laws and regulations. The enduring obligation to protect IP continues even if you should stop working for Keysight, and you should understand that Keysight will lawfully enforce its IP rights.

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Our IP is the product of many years of work and represents a significant investment.

Keysight respects the IP rights of others. You also are responsible for complying with copyright laws with respect to software, books, articles, images, videos, music and other forms of expression, whether they are in hard copy or electronic form. Do not copy, distribute, install or use these items for your own use or for Keysight's use unless proper permission or license has been obtained, and then only to the extent allowed by such permission or license.

If you have concerns about Keysight's right to use a current or planned Keysight product or service because of the involvement of the IP of others, complete a right-to-use inquiry form.

If you receive an unsolicited idea for a future project from an external source you should politely reject the submission and instead refer the submitter to our Public Suggestion for Keysight's Consideration webpage. This process helps protect our company from claims that an unsolicited idea is the source of a project we independently develop ourselves. If you have any additional questions or concerns about the submission, refer to Legal Advisory 107.

Q: What if a supplier asks me to endorse its products or services?

A: *Unless Keysight's contract with the supplier requires that the existence of the relationship be kept confidential, the supplier is free to include Keysight's name in its list of customers. However, our name may not be used in a way that suggests that we endorse the supplier, and Keysight's trademarks may not be used in a supplier's or consultant's advertising, promotional materials, customer references or the like, without an appropriate endorsement use license. This license requires the written approval of the user entity's VP and marketing manager, and when needed, consultation with Keysight's trademark counsel.*

3.3 The Keysight brand

The Keysight brand is our corporate identity and an integral part of our IP. It includes our name, the Keysight Wave, our Corporate Signature and our trade dress. Each of us has a duty to protect the brand by following the applicable standards and policies relating to its visual representation and use, and by reporting any misuse, internally or externally. Consistent representation is key to building our company's brand equity and defending the brand against infringers.

Use of our logo by our suppliers is seldom permitted and should never be considered without first going through Keysight's Trademark Use Standards for Third Parties and Co-Branding with Keysight and, in the event of questions, consultation with Keysight's trademark counsel. Any use of Keysight's name or trademarks by any other entity in a way that suggests that Keysight has an affiliation with or is endorsing that entity requires an appropriate written license from Keysight and the written approval of a VP and the marketing manager of the relevant Keysight entity.

3.4 Theft and fraud

Misrepresentation, cheating, stealing and deception have no place in a company that values integrity. Promptly report any suspected theft, loss or abuse of company assets to your manager, the Legal Department or HR. We will investigate, and where appropriate, report to local law enforcement incidents of fraud or theft of our assets.

Take Responsibility

- Be a good steward of company assets. Safeguard them from damage, loss, misuse and theft.
- Remember that company assets are company property and are provided for business use.
- Personal use of Keysight electronic systems should be limited and must always be appropriate and in keeping with company policy.
- Be responsible in your use of electronic communications and systems, and AI tools.
- Do not use any unapproved AI tools for Keysight business, and review AI-generated outputs for accuracy and appropriateness.
- Speak out against any acts of theft or fraud.

LEARN MORE:

- Keysight Information Security Policies
- Artificial Intelligence (AI) Governance Policy
- Generative AI Tool and Model/LLM Usage Guidance
- Brand Policies

Q: I suspect that someone in my department is committing an act of fraud, but I do not have any real evidence to support it and honestly, I would rather not get involved...

A: *Speaking up is never easy, but it is always the right thing to do. You have an obligation to share your concern with a member of management, with the Legal Department or with HR. Remember, a violation left unreported can result in significant harm to our company and everyone who works here. manager, and when needed, consultation with Keysight's trademark counsel.*

OUR STANDARDS:

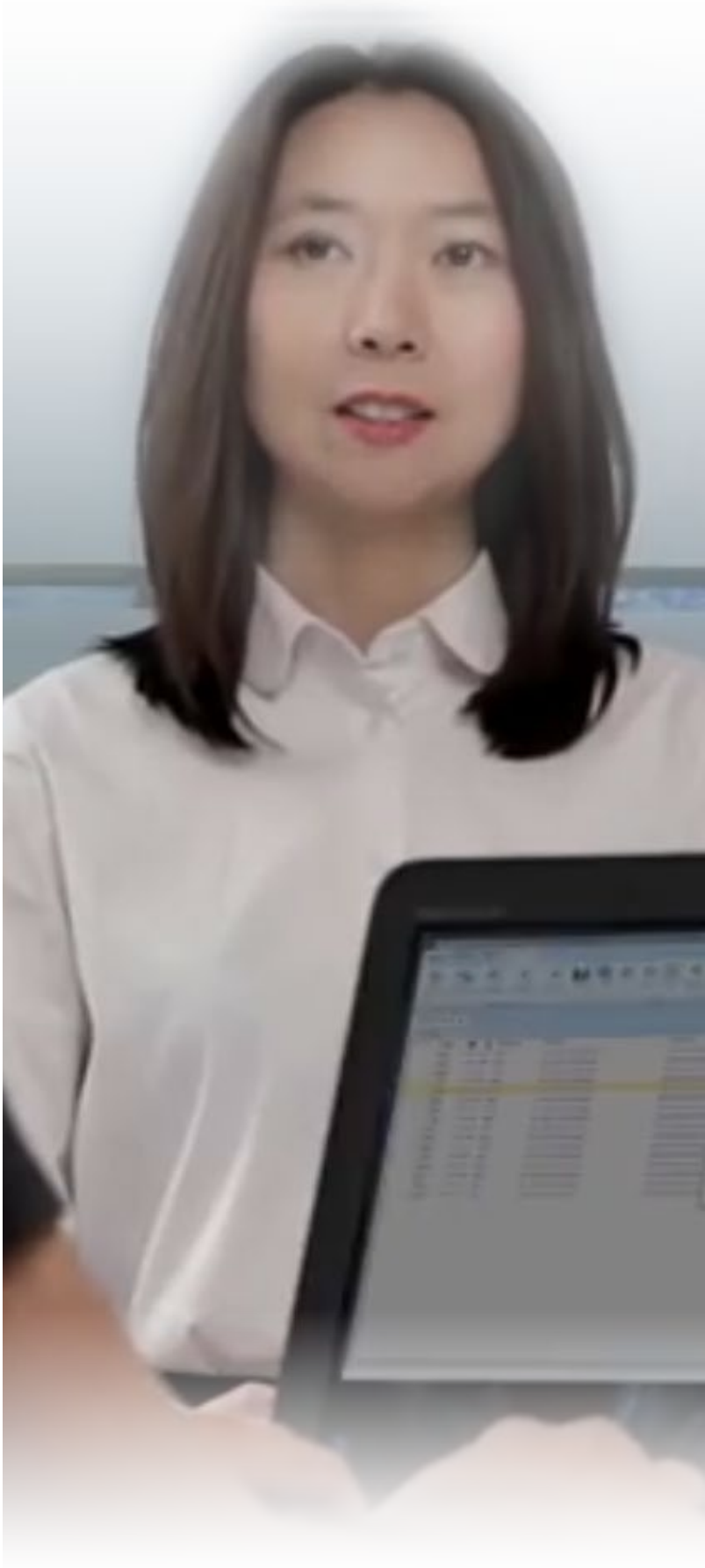
Communicating About Keysight

4.1 Speaking on Behalf of Keysight

4.2 Government Audits and Investigations

4.3 Social Media

Every spoken, written or electronic communication we deliver has an impact on Keysight's reputation and brand. Each of us has an obligation to safeguard our company and its information by ensuring that communications about Keysight are consistent, accurate and complete and that sensitive information is protected from unauthorized disclosure.



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4.1 Speaking on behalf of Keysight

In order to ensure that accurate and complete information is conveyed to the public, to regulatory authorities and to others, we have designated individuals to serve as our official company spokespersons. Unless you are authorized to do so, do not make any statements on Keysight's behalf.

Refer all media inquiries and public requests for information (including questions about—and requests for information regarding—financial performance, product releases, business strategies, lawsuits, personnel changes, mergers, divestitures or acquisitions) to the Keysight corporate communications team. In addition, contact the Legal Department anytime you have questions about whether certain information can be used or disclosed publicly.

Q: I have been contacted by a reporter requesting information about a rumored acquisition. I have heard discussion in the office about the deal, and passing along what I have heard would likely boost Keysight's stock price. Is it good idea to tell the reporter what I know?

A: *No, unless you are an official spokesperson for our company, you must not communicate with the reporter. The information you have may be incorrect or incomplete or may constitute material inside information. The reporter's inquiry is best addressed by referring the reporter to the corporate communications team.*

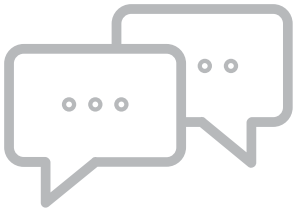
4.2 Government audits and investigations

Keysight complies with requests for information by government and regulatory agencies, as required by law, and cooperates fully with investigations. If you receive an inquiry from a government official or agency, promptly contact the Legal Department's Compliance team for assistance. Do not provide information to any governmental or other authority before obtaining permission to do so. If you are questioned as part of an investigation or audit, you have a duty to cooperate and provide honest information in connection with an investigation, whether conducted by external or internal investigators. You must:

- Always provide truthful, accurate and complete information.
- Never impede, obstruct or improperly influence an audit or investigation.
- Never lie or make false or misleading statements—whether in writing or verbally.
- Never attempt to persuade someone else to provide false or misleading information.
- Never destroy or alter documents or records following or in anticipation of a request to turn them over.

Documents that initiate lawsuits or subpoenas in the United States involving Keysight should be sent immediately to the litigation team of the Legal Department. Outside of the United States, documents should be sent to the Keysight attorneys who support that specific geographic area. If you are involved in a lawsuit or other legal dispute involving our company, avoid discussing it with either outsiders or other Keysight employees unless you receive approval from the Legal Department.

4.3 Social media



Social media is a powerful tool and a valuable means for exchanging ideas and building relationships, but you have a responsibility to use good judgment in your online activity, and to comply with all applicable laws (including those that relate to copyright, trademark, fair use and financial disclosure).

You are responsible for the content you publish online.

Unless you are specifically authorized to speak on behalf of Keysight on social media, you must not represent that your opinions are the opinions of Keysight. When you identify yourself as a Keysight employee on personal accounts and post information or state opinions that relate to industries in which Keysight conducts business, readers could believe your statements reflect the official Keysight position. You should ensure readers understand you are expressing an opinion and not Keysight's official position by using a disclaimer such as, "The views I express and materials I post here are my own and not those of my employer."

If you are designated to speak on behalf of Keysight on social media or manage a business-related social media account, do so with integrity and in compliance with our Social Media Policy. If after reviewing the policy you have any questions, contact your manager or your social media representative.

Verify details—never make false or unsubstantiated claims about any company, including Keysight, and never violate the boundaries, terms, conditions or community guidelines set by each site, social network or community. If you are not authorized to speak on Keysight's behalf, and you write something related to our business, you must identify yourself as an employee and state that your views are your own and not Keysight's. Additionally, do not use the Keysight Corporate Signature or any other Keysight trademarks for non-business related social media sites unless you are explicitly authorized to do so by management, Keysight trademark counsel or the corporate communications team.

- You are responsible for the content you publish. Be careful not to:
- Disclose anything that could violate another employee's right to personal privacy.
- Disclose confidential information about our company, our customers or third parties who conduct business with—or on behalf of—our company.
- Endorse our company's products or services without permission.
- Make any statement that violates Keysight's policies or these Standards.

Q: I was online recently and did a search on our brand. The results pulled up a video I had never seen of a customer complaining about an experience he had with us. Is it okay to post a comment to correct the customer's misperception?

A: *Even if your intention is to state something positive, sensitive public relations or customer service issues are always best handled by those who are designated to respond. This is the best way to ensure that the situation is resolved and the conversation remains positive and productive. Instead of responding to the video yourself, you should contact your manager or a member of the Keysight marketing team so that they may determine whether and how to respond.*

Take Responsibility

- Do not make any statements on behalf of Keysight unless you are specifically authorized to do so.
- Refer all inquiries and requests for information to the office designated to speak on the company's behalf.
- Honor our commitment to cooperate fully with any government requirements, audits or investigations.
- Be careful in how you communicate with others about our company online. Use online tools in a manner that is consistent with our policies.
- Do not use the Keysight Corporate Signature or any other Keysight trademarks for non-business related social media sites unless you are explicitly authorized to do so by management, Keysight trademark counsel or the corporate communications team.

LEARN MORE:

- Social Media Policy

OUR STANDARDS:

The Marketplace

5.1 Competition Laws

5.2 Interactions with Resellers and Other Channel Partners

5.3 Ethical Sales Practices and Advertising

5.4 Interactions with Suppliers

Keysight believes in a thriving marketplace with free, fair and open competition. Each of us must deal fairly with our customers, suppliers, resellers and competitors and sell Keysight products and services on the basis of quality and merit. We must promote positive business relationships everywhere we operate and never take unfair advantage of others by misleading or deceiving them.

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5.1 Competition laws

Competition laws (referred to in the U.S. as antitrust laws) are aimed at preventing agreements and activities that limit free trade and competition in the market. You must understand and comply with these laws wherever we do business and avoid conduct that might suggest a violation. Never enter into any agreement or understanding, whether formal or informal, with a competitor, customer or supplier to:

- Raise, set or hold a price on our products or services (also known as price fixing).
- Divide territories, markets or customers.
- Prevent a company from entering the market, or in any way hinder market entrance.
- Participate in any form of bid rigging, similar bid manipulation or fraud.
- Refuse to deal with a customer or supplier.
- Restrict production, sales or output.

Coerce buyers by requiring that, as a condition of purchasing one product, they purchase a separate, distinct, but unwanted product.

When dealing with a reseller or other channel partner, you must never influence or interfere with its ability to set the price at which it offers our products or services for sale.

Keysight maintains a comprehensive Antitrust and Competition Law Compliance Manual, which provides guidance and examples to help employees understand and comply with these often complex requirements. If your job involves interaction with customers, resellers and other channel partners, or competitors, be sure to refer to and familiarize yourself with the Manual and seek help from your local Keysight attorney anytime you have a question about how it applies to a particular country or business situation.

5.2 Interactions with resellers and other channel partners

Our resellers and channel partners often work collaboratively with us, serving as valuable partners in the delivery of not only our products and services, but also our brand. At the same time, we recognize that resellers are independent businesses, and agreements that restrict their activity may, in some cases, violate competition laws, particularly where those agreements have the effect of controlling resale prices. Agreements with resellers that are permitted under one country's laws can be forbidden under another's.

Consult the Legal Department before imposing limitations on resellers that could restrict their pricing decisions.

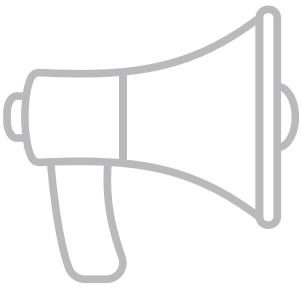
Q: I ran into an old college friend at a trade show who works for one of our competitors. She asked me how business was going. What should I do?

A: *There is no problem with responding in a general, non-specific way, using public information only to say that all is well, but keep your conversation high-level. Be aware that simply having a conversation with a competitor can give the appearance to others of something improper.*

Q: I was contacted by a distributor who sells our products, as well as those of a competitor. He said that our competitor was planning to raise prices and asked if we were, too. I didn't know how to respond.

A: *The distributor's question was inappropriate and likely illegal. Any conversation designed to establish or fix prices at a certain level (whether the conversation is with distributors, resellers or competitors) violates the law and our commitment to competing fairly and honestly. The proper course of action would be to terminate the call and report the incident to the Legal Department immediately.*

In general, in the United States, we are selective in choosing our resellers. If we decide not to conduct business with someone, we are not required to explain the decision, and the best practice is not to do so.



In other countries, notably in Europe, our options may be more limited. You should not plan a selective distribution program or place any restrictions on resale networks without appropriate legal guidance.

In all countries, consult with the Legal Department before terminating a relationship with a reseller if there is any indication that the reseller may not agree with the decision.

Be aware that it may be unlawful in both the United States and elsewhere to offer different price structures or levels of promotional support to resellers that compete with one another unless the differences fit within narrow legal parameters.

Again, seek guidance from the Legal Department when designing any marketing strategy that might result in different treatment for competing resellers or when a particular reseller asks for non-standard pricing or assistance. You can find further information on our responsibilities when interacting with reseller or channel partners in the Antitrust and Competition Law Compliance Manual.

5.3 Ethical sales practices and advertising

We must be fair, factual and complete in our advertising, sales and promotional materials. Always disclose material features, costs, terms and limitations for each product and service we offer. Never prohibit our customers or suppliers from dealing with any of our competitors as a condition of obtaining products and services from Keysight, and never enter into tying arrangements where a customer is required—as a condition of purchasing one product—to have to purchase a second, distinct product. Although we generally are free to offer a package price for two or more bundled products or services, sometimes it is necessary to make them available separately, particularly if selling them only on a bundled basis would shut down market opportunities for smaller competitors.

Be aware that any comparisons to competitive products or services must be substantiated with current factual data before publication, as set out in Keysight's Claim Substantiation. In the European Union, comparisons must comply with the European Directive on Misleading and Comparative Advertising. Some countries have even stricter rules or may deem comparative advertising unlawful. Consult with the Legal Department before running advertising or releasing materials outside of the United States if they include product or service comparisons.

5.4 Interactions with suppliers

Our relationships with suppliers are of great strategic importance. We honor all of our contractual obligations and require that suppliers, in turn, adhere to the Keysight Supplier Code of Conduct. The Supplier Code of Conduct requires suppliers to adopt sound environmental, health and safety management practices and incorporates eight International Labour Organization (ILO) conventions that have been identified as fundamental to the rights of human beings at work. Keysight has programs in place to monitor our suppliers' conformance with the Code of Conduct.s

If you manage or work with suppliers as part of your job, use good judgment and the highest standards of integrity in your dealings with them. As a company, we are responsible for the acts of third parties who work with—or on behalf of—our company, so exercise due diligence to ensure they are aware of and understand the implications of their contractual obligations, operate ethically and comply with all applicable laws and regulations. These include laws relating to anti-bribery and anti-corruption, conflict minerals and human trafficking.

We are responsible for the acts of third parties who work with—or on behalf of—our company.

In general you are not obliged to deal with all potential suppliers. Nor are you required to award business to a supplier based solely on the lowest price or the fact that the supplier is also a customer. Avoid procurement decisions that could appear to be based on personal favoritism or other factors unrelated to Keysight's best interests. Decisions should instead reflect your best judgment about a supplier's technology, quality, responsiveness and delivery capabilities as well as cost. The supplier's financial stability, environmental performance and track record are other factors that should be considered.

Suppliers who participate in the formal bidding process should expect to be treated fairly and to have their bids evaluated objectively against other qualified bidders. You have an obligation to follow Keysight's defined Procurement Policy and to negotiate with integrity.

Unless there is an agreement in place that directs otherwise, we have no legal obligation to treat suppliers' prices as confidential, but we do have an ethical obligation to do so. You may not share pricing information with any Keysight subcontractor or third party without written approval from the supplier.

You may ask suppliers for their best prices for materials and services that Keysight uses or incorporates into our products, but if you buy a product that Keysight resells without substantial added value, U.S. law may prohibit receiving a discriminatory price. Consult the Legal Department if you are purchasing products for resale and are offered a non-standard price.

You should also consult the Legal Department before entering into a group purchasing agreement with Keysight competitors that would control prices to be paid by the members of the group.

Take Responsibility

- Comply with antitrust laws and do your part to promote positive business relationships and fair business practices.
- Treat our customers fairly and work to achieve a competitive advantage through superior products and services, never through unethical or illegal business practices.
- Demonstrate your commitment to ethical sales practices and advertising.
- Avoid discussions with competitors that could suggest an agreement that limits full and open competition.
- Deal ethically, honestly and transparently with resellers and suppliers.
- Promote the safety of our products and of those who use them.
- Work toward continuous improvement of our products and processes and follow our company's policies and procedures if you become aware of any customer complaints.
- Conduct research and development with integrity and in compliance with all applicable laws, regulations and industry standards.

LEARN MORE:

- Antitrust and Competition Law Policies
- Keysight Claim Substantiation
- Supplier Resources
- Procurement Policy

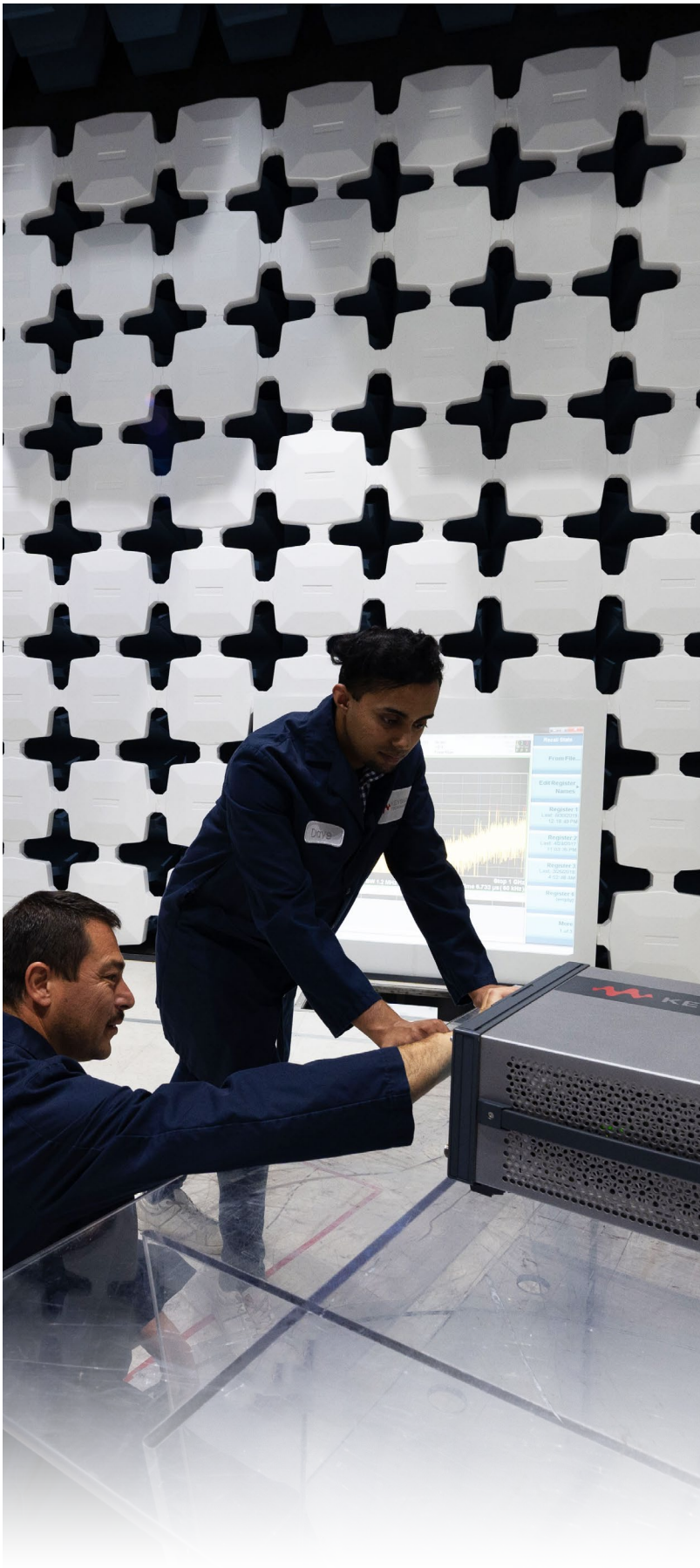
OUR STANDARDS:

Safety and Product Quality

6.1 Safety First

6.2 Quality and Regulatory Standards

We put safety first, never compromising on product quality or compliance with the laws and regulatory requirements that govern our industry.



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6.1 Safety first

We are committed to delivery of high-quality, safe products, so we take steps to ensure they consistently meet the standards set forth in our Quality Policy as well as the standards set by applicable safety laws, regulations and the industry. You have a responsibility to comply with quality management system (QMS) processes as well as any relevant external quality standards and regulations. More information can be found on our Customer Experience and Quality website.

Honor the commitment we make to customers, users of our products and business partners. If you become aware of a customer complaint or a quality, safety or reliability issue, follow the applicable QMS process and report the issue to the customer experience and quality team.

6.2 Quality and regulatory standards

Our compliance with international standards developed by independent third parties and the certifications we make to these standards further demonstrate our commitment to quality and safety. We certify to Keysight Quality Management System ISO 9001 and applicable international product safety and regulatory requirements (including those that relate to electrical and mechanical safety).

We also comply with regulations regarding x-ray emissions, electromagnetic emissions and radio frequency compatibility. Keysight is subject to inspection and audit regarding these standards and regulations, and it is important that our product design, manufacturing, testing and supplier management practices adhere to the requirements. Make sure you are familiar and comply with the standards that apply to your business.

Take Responsibility

- Promote the safety of our products and of those who use them.
- Work toward continuous improvement of our products and processes.
- Follow our company's policies and procedures if you become aware of any customer complaints.
- Know and comply with the policies and procedures that apply to your work to ensure seamless compliance with all applicable legal and regulatory statutes.

LEARN MORE:

- Customer Experience and Quality Website

OUR STANDARDS:

International Business

7.1 Anti-bribery and Anti-corruption Laws

7.2 International Trade

7.3 Boycotts

As a company that operates in the global marketplace, we are subject to numerous international laws, regulations and restrictions. We must know and comply with the legal and contractual requirements as they apply to our work in the countries in which we do business. Since these laws can be complex and highly regulated, employees must seek guidance from the Legal Department anytime we have questions.

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7.1 Anti-bribery and anti-corruption laws

Keysight does not tolerate bribery in any form, whether dealing with government officials or representatives of non-governmental commercial organizations. You must never offer, pay or promise to pay anything of value, or agree to accept or accept anything of value, either directly or indirectly, in exchange for obtaining or retaining business or an improper advantage. Keysight maintains a Global Anti-Corruption Policy, which details our position and expectations surrounding corrupt practices.

A bribe can take many forms including a monetary payment, a gift, a favor, a job, a kickback or an offer of entertainment or travel. Even a charitable or political contribution could be considered a bribe if offered to influence a decision on our behalf. Regardless of local practice or the practices of other companies, you must avoid even the appearance that your motive or actions on behalf of Keysight are improper.

In addition to our own actions, we are responsible for the acts of our agents, partners, consultants and other third parties and are liable for any corrupt payments or other bribes they offer on our behalf. That is why it is critical that we know who we are working with, the business practices they employ and the reputation they have for operating honestly and ethically.

We are subject to the anti-bribery laws of multiple countries, including the U.S. Foreign Corrupt Practices Act (FCPA) and the U.K. Bribery Act, both of which have global reach and worldwide implications. So it is critical that you know, understand and comply with the statutory, regulatory and contractual provisions that govern the work you do on behalf of Keysight. Your business conduct must always be above reproach. Violations of these laws can result in lawsuits, substantial fines and even jail time. If you see or suspect something improper, share you concerns via the Compliance Hotline.

Q: A long-time, trusted vendor offers you a commission in exchange for securing an annual contract for his company. Is there any problem with this?

A: *Yes, a "commission" for doing business is another word for a kickback or bribe, both of which are unethical and potentially illegal.*

7.2 International trade

We recognize that our ability to conduct business internationally is a privilege, not a right, and that violations of import and export laws can significantly impact our operations. If you are involved in the movement of products, services, information or technology across international borders, make sure you know and comply not only with U.S. trade law, but also with the trade laws and regulations associated with the countries with which you do business. Be aware that the laws of more than one country may apply in cross-border transactions.

Abide by:

- All applicable customs, procedures, regulations and laws regulating the importation of products or technology, taking care to accurately describe, classify and state the value of goods and the country of origin.
- All export control laws, which apply not only to company shipments of our products and technologies, but also to transfers of information via download or transport of products or information during international travel (whether you carry by hand or by baggage).

We do not transact business with countries that are subject to U.S. trade embargoes or economic sanctions. Further, all partners in business transactions must be screened against the Keysight Restricted Parties List (RPL). Check with Export Compliance and Policies to ensure compliance, and do your part to ensure the integrity of our supply chain by communicating our policies to agents, contractors and others who conduct business on our behalf.

Ensure the integrity of our supply chain.

7.3 Boycotts

We comply with U.S. anti-boycott laws and prohibit participation in or promotion of boycotts that the United States does not support. If you receive a request to comply with a foreign boycott (or a request to supply boycott-related information), contact the Legal Department to determine the appropriate course of action.

Take Responsibility

- Comply with anti-bribery and anti-corruption laws wherever you or Keysight does business.
- Do not offer or accept bribes or allow others to bribe on your behalf.
- If you have knowledge or suspicion of corrupt activity, report it immediately.
- Know and comply with all import and export laws, regulations and restrictions in the country (or countries) where you work, as well as the trade embargoes and economic sanctions of the United States.
- Notify Export Compliance and Policies of any boycott-related requests.

LEARN MORE:

- Global Anti-Corruption Policy
- Export Compliance and Policies

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OUR STANDARDS:

Gifts and Entertainment

8.1 What You May Accept

8.2 What You May Give

8.3 Government Employees

We conduct business with integrity and make sound business judgments on Keysight's behalf, free of any influence that could affect our decision-making. The occasional offer of modest gifts and entertainment is often viewed as an ordinary part of doing business, but we recognize that it is unacceptable when it creates a sense of obligation, compromises our professional judgment or gives the appearance that it might.

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8.1 What you may accept

In general, business meals, entertainment and other courtesies can be part of normal business interactions and may be appropriate if accepted using good business judgment. Specifically, in most parts of the world, on an infrequent or occasional basis, an employee may accept meals, entertainment and gifts of reasonable value, subject to the specific limits set forth in Keysight policies.

At all times, employees must use good judgment and avoid situations in which their loyalty may be divided between their own interests and the interests of Keysight. Employees must avoid even the appearance of impropriety. This means that an employee may be required to turn down meals, entertainment or gifts if accepting them could unduly influence an employee's decision-making or would create an improper appearance, even if what is being offered is within the value limits set forth in Keysight's policies. In general, you may accept only when the offer:

- Is infrequent
- Is consistent with generally accepted ethical standards and business practices
- Is for the express purpose of furthering a business relationship and could not be construed as a bribe or kickback
- Complies with the law as well as the company policy of the giver

It is never appropriate to solicit gifts, meals or entertainment in exchange for a business advantage, or to promise a favorable business decision in return for an offer of gifts, meals or entertainment. You may not accept payment or reimbursement of travel expenses from one of our suppliers, customers or resellers without written approval from a VP or higher.

If you are unsure about whether you may accept any business meal or entertainment, disclose the offer to the VP in your division or business unit and seek written approval that accepting the offer is appropriate.

Q: A potential supplier to Keysight has invited me to attend a conference and has offered to pay for my lodging and meals. Can I accept the offer?

A: *If you are going to the conference as an attendee, you may not accept free travel (e.g., airfare, train fare) or lodging from the supplier. If Keysight feels that there is a business reason for you to attend this event, Keysight will pay the costs associated with attendance. You may, however, accept a waiver of the conference fee, if offered to encourage your attendance. Employees may accept meals that are included in the cost of attendance and which are provided to all other attendees (for example, lunch during which there is a lunchtime speaker or a networking cocktail hour). You also may participate in reasonable after-hour leisure activities offered to all conference participants. Additionally, employees may be permitted to accept meals and entertainment offered by the current or potential supplier to a limited number of individuals attending the conference, provided that the value of what is offered complies with the limits outlined above and your attendance does not create an appearance of impropriety.*

8.2 What you may give

As set out above, business meals, entertainment and other courtesies can be part of normal business interactions and are appropriate if provided using good business judgment. Specifically, in most parts of the world, on an infrequent or occasional basis, an employee may provide meals, entertainment and gifts of reasonable value, subject to the specific limits set forth in Keysight policies.

At all times, we expect employees to use good judgment and to avoid situations in which a business meal, entertainment or gift could be seen as having inappropriate influence over a customer's decision to purchase Keysight products. Employees must avoid even the appearance of impropriety. This means that you must not offer meals, entertainment or gifts if providing any of them could unduly influence a customer's decision or would create an improper appearance, even if what is being offered is within the value limits set forth in Keysight's policies.

Make sure any offers of promotional items, business meals or entertainment:

- Are infrequent
- Are consistent with generally accepted ethical standards and business practices
- Are for the express purpose of furthering a business relationship and could not be construed as a bribe or kickback
- Comply with the law as well as the company policy of the recipient

Accurate recordkeeping is part of our gift and entertainment policy. Anything you give in connection with your job must be transparent and recorded accurately in our company books and records.

8.3 Government employees

There are very strict rules for what you may offer U.S. Federal Government employees, including members of Congress and their staffs. In many cases, U.S. Government contractors and state and local governments have similar restrictions. It is your responsibility to know and comply with our Expense and Travel Policy and the policies of customers with whom you deal.

There may be certain circumstances where it is acceptable to offer low-priced promotional items such as Keysight-branded pens, coffee mugs or calendars to government officials, but even this type of activity must be monitored closely to ensure strict compliance with the law. If you are contemplating offering anything of value, discuss it with Compliance in advance.

Laws related to giving gifts to governmental officials outside of the U.S. are varied. If your work involves interactions with non-U.S. government officials, it is critical that you know and comply with anti-bribery and anti-corruption laws in the countries in which you do business. In all cases, never give anything of value for the purpose of improperly influencing an official decision. Remember, anything permitted under our policies must be transparent and recorded accurately in our company books and records.

Q: One of my customers just got married. Would it be okay to send him a card and an inexpensive gift?

A: *In most cases, this would be okay, but there may be some circumstances under which it would not be appropriate. For example, a gift of cash (or cash equivalent, like a gift card) would never be okay. It would also be inappropriate to send a gift if doing so would violate your customer's gift policy. The best course of action, always, is to review our policy and to ask questions in advance.*

Q: Is there any problem with providing a catered lunch during a team meeting with one of our customers?

A: *No, as long as it complies with the value limits set forth in our policy and it is not offered to individuals who are not permitted to accept such a gift (such as government officials).*

Take Responsibility

- Know the rules relating to the giving or accepting of gifts, meals and entertainment.
- Do not give anything of value to any U.S. or non-U.S. government officials without receiving approval in advance from Compliance.
- Be accurate and complete in your recordkeeping and comply with all internal controls, policies and procedures as they relate to accepting or giving gifts and entertainment.

LEARN MORE:

- Expense and Travel Policy

Q: We would like to provide a complimentary dinner to all attendees on the last night of an industry conference Keysight is sponsoring. Could that pose a problem for attendees who are government officials?

A: *Yes, the rules for providing meals to government officials are very strict. Before making plans that involve a complimentary meal (or any other gift, form of hospitality or entertainment) for a government official, contact Compliance.*

OUR STANDARDS:

Government Contracting

9.1 Doing Business with the Government

9.2 Procurement Integrity

9.3 Protection of Government Information and Property

As a company that participates in U.S. Government contracting, we must know, understand and comply with the procurement laws and regulations that apply to our work, recognizing that the requirements are generally much stricter than those governing commercial contracts. We work to be a responsible partner and conduct ourselves with the highest standards of both legal and ethical conduct.

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9.1 Doing business with the government

We are proud that the U.S. Government is one of our customers and we perform our federal contracts in compliance with all applicable government contracting laws and regulations. If you serve our government clients, you are responsible for understanding the unique legal requirements and restrictions associated with this work. Transparency, accountability and openness are fundamental in not only winning, but also retaining, government business.

Our Contracting with the U.S. Government Supplement and Keysight Government Contracts Website are your resources for information about the federal procurement process and government contracting requirements. Leverage these resources to ensure that all certifications, representations, reports, data and other statements are accurate, current and complete, and that all contractual requirements are met.

The risks of non-compliance are great and can result in criminal, civil and administrative penalties for Keysight and for you. Honor the commitment we have made to operating honestly, ethically and with integrity in all aspects of the government contracting process.

9.2 Procurement integrity

Promoting procurement integrity is not just a good business practice, it is the law. Under the Procurement Integrity Act, we are prohibited from:

- Seeking confidential information or source selection information before a contract is awarded
- Obtaining, using or attempting to obtain or use other contractors' bid or proposal information, such as cost or pricing data or proprietary information

We are also prohibited from discussing employment or business opportunities with agency procurement officials. There are very specific rules that must be observed in recruiting or hiring former (or current) U.S. Government employees, either as company employees or consultants. These rules vary according to the employee's employment status, job responsibilities, the business relationship he or she had with our company and how long it has been since he or she worked for the U.S. Government. If you are contemplating the recruitment of a U.S. Government employee for work with Keysight—or if you are approached by a Government employee asking for work—contact HR.

It is also a violation of the law to offer or give gratuities or anything of value to any agency procurement official. Make sure you understand the restrictions on gift-giving and comply with anti-bribery laws.

You play an important role in preserving the integrity of the U.S. Government procurement process.

Remember, if you are engaged in government procurement at Keysight, you play an important role in preserving the integrity of the process. Respect and comply with the laws and be alert to abuses of the system. If you ever have questions or concerns, ask the Legal Department.

9.3 Protection of government information and property

Government contracts outline very specific requirements for accessing and safeguarding the government's sensitive, protected and classified information, and each country has specific guidelines, laws and procedures that define the proper access and handling of its protected information. Access to this protected information may require individuals to hold a security clearance.

If you have a security clearance, a special trust has been placed in you. The responsibility you have to protect classified information from unauthorized disclosure not only applies to you now as an employee of our company, but even if you should leave our company. Make sure you follow these tenets:

- Never leave classified information unattended
- Store classified information in rooms, buildings or containers that are designed for that purpose
- Use the information only as necessary to do your job and share it only with those who are properly cleared and have a need to know
- Be careful about where you discuss classified information; secure telephones are safe, discussions in public places (like airports, shopping centers or elevators) are not
- Comply strictly with government-specified procedures when: (1) transmitting classified information through electronic means; (2) transporting classified information outside of a secured area; or (3) destroying or disposing of classified information

We also have an obligation to be good stewards of government property. Keysight has a system of internal controls designed to manage the property in our possession. If your job brings you into contact with government property, follow the system we have in place. Treat government property with care and never use it for your own personal use. If you see government property that appears to be damaged, unsafe, defective or in need of repair, report it promptly. For additional guidance please see your country-specific legal, contracts and security representatives.

Take Responsibility

- Do your part to maintain procurement integrity.
- Do not discuss employment or consulting opportunities with agency procurement officials.
- Protect classified information from unauthorized disclosure.
- Be a good steward of government property and comply with our system of internal controls designed to manage the property in our possession.

LEARN MORE:

- Federal Contracts Guide
- Keysight Government Contracts Website

OUR STANDARDS:

Accuracy in Recordkeeping

10.1 Financial Integrity

10.2 Anti-money Laundering

10.3 Records Management

The integrity of our company books and records is critical to our future success and to maintaining the trust of our stockholders, customers and business partners. Each of us has an obligation to follow all internal controls in recording and maintaining Keysight's company books and records. In every transaction, whether we are filing an expense report, preparing a financial statement or simply completing a time sheet, we must be honest, accurate and complete.

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10.1 Financial integrity

We require that all company books and records accurately reflect our transactions, comply with policy, procedural and legal requirements and adhere to U.S. and local generally accepted accounting principles (GAAP). If you have concerns regarding any accounting, internal accounting controls or auditing matters, you should report your concerns to your manager, Compliance and/or via the Compliance Hotline. If you are involved in any aspect of Keysight accounting or financial reporting processes, make sure you adhere to these rules:

- Follow all internal processes, controls and accounting principles, ensuring that our records accurately and fairly reflect all transactions
- Be accurate, honest and complete in all aspects of recordkeeping including: accounting records, financial statements, expense reports, timesheets, purchase orders, sales invoices, etc.
- Do not conceal Keysight funds, liabilities or assets for any purpose
- Never falsify or mischaracterize any book, record, account or transaction that relates to our business
- Correctly and consistently assign costs to the proper project number, contract number, name or identifier, as appropriate
- Do not make any payment—regardless of form—on Keysight's behalf without adequate supporting documentation and required approval; if you are a manager, this includes the review and approval of an employee's expense report
- Apply payments received from customers properly (including all supporting documentation)
- Protect, store and dispose of information in accordance with legal requirements and our internal records management policies
- Cooperate with all reasonable requests for information from government and regulatory agencies and cooperate fully with any government audits or investigations
- Protect confidential information, disclosing it only to those who are authorized to see it and only if you are authorized to do so

Q: I saw a coworker sign off on an inspection report when he hadn't actually done the inspection. What should I do?

A: *Signing off on the report when he had not actually done the inspection would be a form of falsifying records and is never appropriate. You should report what you saw to your manager and/or Compliance. Where permitted, you may also report the incident anonymously using the Compliance Hotline.*

Commission or fee arrangements must be made only under written agreements with bona fide commercial distributors, sales representatives, agents or consultants. Any commission or fee for assistance in securing orders must be reasonable and consistent with local laws and normal practice for the industry, the products involved and the services to be rendered. Certain sales practices are strictly prohibited because they violate our commitment to conducting business honestly and ethically. For example, we do not allow concessions, side agreements or letters, alteration of sales documents or future roadmap commitments.

10.2 Anti-money laundering

Money laundering is an attempt by individuals or organizations to hide or disguise the proceeds of criminal activity (such as fraud, terrorism, drug dealing, illegal arms trade, corruption, human trafficking, etc.) through a series of otherwise legitimate business transactions. Do your part to prevent misconduct—know your customers and partners, understand their use of our products and services and be alert for any financial transactions that may suggest anything illegal.

Be aware that no matter where transactions originate, our company abides by the rules of the strictest jurisdiction in which we operate. Follow our internal procedures to obtain, record and verify the identity of those with whom we conduct business and monitor their activities on an ongoing basis. Make sure you know the kinds of transactions and activities that require increased monitoring. Some examples of such questionable transactions include large payments in cash, unusual fund transfers to or from foreign countries, requests to transfer funds to or from countries that are not related to the transaction or the customer, or changes in the pattern of a customer's transactions. Report any suspicious activity via the Compliance Hotline.

10.3 Records management

The responsible creation, storage, maintenance and disposal of records is important in helping us maintain financial integrity and meet our legal, tax and regulatory requirements. Retain all company records as described in our General Retention Schedule and store them in approved storage locations. Records that have met their retention requirements and are not subject to a document preservation requirement or legal hold should be properly destroyed.

If you receive notification that you possess records relevant to a lawsuit, investigation or audit, follow the guidelines outlined in that notification. Do not destroy, alter or conceal any documents (including computer files, emails and disks) that may be relevant to litigation or subject to a legal hold until you are authorized to do so by the Legal Department.

Take Responsibility

- Make sure any entries you make in Keysight's books and records are accurate, honest and complete.
- Never knowingly facilitate money laundering—take steps to prevent inadvertent use of our resources for this purpose.
- Immediately report any unusual or suspicious transactions or activities.
- Comply with our policies as they relate to records management, retention and destruction.
- Do not dispose of any information that is subject to a legal hold until you are authorized by the Legal Department to do so.

LEARN MORE:

- Keysight Records and Information Management Website

Q: I work in accounting and recently noticed a number of invoices generated by a co-worker that were much higher than the amount billed. I need to report that, right?

A: *Yes, this discrepancy could be connected to illegal activity. Even if it's not, the discrepancy should be immediately addressed and corrected.*

Q: I was cleaning out my file cabinet and found records from a project we finished years ago. Can I throw them away?

A: *It depends. Before discarding, check the General Retention Schedule to make sure the retention period has expired.*

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OUR STANDARDS:

Equal Employment Opportunity

11.1 Anti-discrimination, Anti-harassment

11.2 Compliance with Labor Laws

Keysight Technologies is an Equal Employment Opportunity employer. These are more than just words; they are an integral part of our core values. They reflect the importance the company places on opportunities for all, inclusion and the unique perspectives and contributions of every employee. Keysight counts on each of us to support a workplace that is free from harassment and discrimination and where everyone is treated with dignity, courtesy and respect.

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11.1 Anti-discrimination, anti-harassment

We prohibit unlawful harassment and discrimination on the basis of an individual's race, color, religion, sex, age, national origin, citizenship status, disability, sexual orientation, veteran status or any other protected class.

This commitment is reflected in all of our employment practices, including decisions about recruiting, hiring, training, promotions, pay and benefits. Employment decisions are based on Keysight's legitimate business needs and an individual's qualifications as they relate to his or her job, subject to collective bargaining agreements, where applicable.

Keysight's commitment to creating and maintaining a respectful workplace extends beyond minimum legal requirements. As employees, we are expected to treat everyone with whom we come into contact at Keysight with dignity, respect and courtesy. For example, abusive language, demeaning words or actions, aggressive acts and disorderly conduct, as well as threats and intimidation, should be reported promptly whether they are directed at you or at someone else.

Our Keysight Employee Harassment Policy extends to our suppliers, customers and anyone who does business with us and applies in both work-related settings and work-sponsored activities. If you experience or witness any form of discrimination or harassment, report it immediately to HR.

Q: I was recently passed over for a promotion for which I was highly qualified. The person who got the job is a different race and younger than me. Could that be discrimination?

A: *Generally, there are multiple legitimate business factors that go into making hiring decisions. Not all of those factors will be obvious to all applicants. If you feel you have been discriminated against in the hiring process, use the Open Door process to raise your concerns. In the U.S., contact a management support consultant. Outside of the U.S., contact your business HR manager so that your concerns may be investigated.*

11.2 Compliance with labor laws

Keysight's core values and culture reflect a commitment to ethical business practices and good corporate citizenship wherever we operate in the world. As a company, we acknowledge and respect the fundamental principles contained in the Universal Declaration of Human Rights, and our policies and practices reflect our commitment to promote human rights within the company's sphere of influence.

We source components and assemblies for our products from suppliers in different countries around the world, each with its own laws and regulations. We are committed to respecting human rights throughout our global supply chain and do not knowingly conduct business with any individual or company that participates in the exploitation of children (including child labor), physical punishment, forced labor or human trafficking.

We expect that anyone who conducts business on our behalf will operate ethically, in compliance with the law and in a manner that is consistent with our Standards and our policies. We periodically audit our suppliers to ensure compliance with these expectations.

Take Responsibility

- Treat others with respect and dignity. If you are experiencing harassment or discrimination or know of others who are, report it immediately.
- Do not engage in human rights abuse or conduct business on Keysight's behalf with those who do.

LEARN MORE:

- Keysight Human Rights and Labor Policy
- Supplier Code of Conduct
- Keysight Supply Chain Transparency Statement

Q: My manager often loses his temper and yells at all the people on the team when we miss our project deadline. Is that harassment?

A: *Yelling certainly creates a negative work environment, but it may not be considered harassment under the law unless it is specific to an individual or individuals in protected classes. Even if the behavior does not rise to the level of legal harassment, however, it may violate Keysight's harassment policy since your manager is failing to treat employees with dignity and courtesy. Share your concerns with your management support consultant or business HR* manager.

OUR STANDARDS:

A Safe Workplace

12.1 Preventing Accidents and Injuries

12.2 A Violence-free Workplace

12.3 Substance Abuse

As a company that values the safety and security of every employee, Keysight is committed to creating and maintaining a safe and healthy work environment for all employees and for individuals doing work on Keysight premises. As employees, we must take an active role in ensuring our own safety and the safety of others by complying with all workplace safety requirements.

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12.1 Preventing accidents and injuries

Promote a safety culture at Keysight. Complete all training requirements to help reduce the risk of occupational hazards in the workplace, and be familiar with emergency procedures, including the locations of fire extinguishers, emergency exits and first aid kits. Know the procedures for evacuating buildings and for reporting an injury or illness. Also, be alert to and aware of what is going on around you, follow all safety and security processes and immediately report to your manager or higher-level employee any safety hazards, breaches of security, property damage or personal injuries that you see or of which you are aware.

We have security measures in place to promote safety and security and to control access to our facilities. You are responsible for familiarizing yourself and complying with the policies and procedures in effect at your facility, and if you see or suspect that someone has breached our security measures, report it immediately to your manager or higher-level employee.

Promote a safety culture at Keysight.

12.2 A violence-free workplace

Keysight has a zero-tolerance policy for acts or threats of violence that affect employees, customers, suppliers or others in our workplace or while doing work on our behalf. We rely on you to report promptly any violent or potentially violent acts, including:

- Acts of physical harm
- Direct or indirect threats of harm
- Destruction of company property
- Possession on Keysight property of firearms, bombs or weapons

Subject to applicable local laws, weapons and other dangerous devices are prohibited at all times on Keysight property, including in company-owned vehicles.

We promptly investigate all reported incidents, take appropriate disciplinary action and support criminal prosecution in appropriate cases.

12.3 Substance abuse

Substance abuse can negatively affect job performance, create safety hazards and put you, your co-workers and others at risk. We prohibit the unauthorized use, possession, distribution, purchase or sale of drugs or alcohol while on company property, company time or at company-sponsored events.

There may be instances where drinking alcoholic beverages while conducting company business is permitted, but make sure you comply with all laws and company policies, exercise moderation and ensure your performance and judgment are not impaired; never operate any machinery or vehicles when under the influence of any (non-prescribed) drugs or alcohol or when your judgment is impaired in any way.

If you have questions or concerns about our Keysight Drug Policy contact HR and check the Environmental, Health and Safety website. Any Keysight employee struggling with substance abuse can receive help through the Keysight Employee and Family Assistance Program.

Take Responsibility

- Promote a safe workplace—know and follow basic safety rules and report any unsafe conditions.
- Speak up regarding any breaches of security at our facilities.
- Contact your manager or EHS representative if you are unsure about the training requirements that apply to you or your position.
- Report any threats or acts of workplace violence.
- Know and abide by our policies on weapons, drugs and alcohol in the workplace.

LEARN MORE:

- EH&S Site

OUR STANDARDS:

Social and Environmental Responsibilities

13.1 Charitable and Political Activities

13.2 Environmental Compliance

We value our place in the global community and are committed to conducting business in an ethical, socially responsible and environmentally sustainable manner. Keysight's Citizenship Objective is to be an economic, intellectual and social asset to each nation and community in which we operate. As employees, we actively participate in the company's efforts to make our world a better, healthier and more sustainable place to live.

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13.1 Charitable and political activities

We support and encourage your personal involvement in charitable and political activities on a volunteer basis, but in general, you must do so on your own time at your own expense, making sure your service is lawful and consistent with our policies. Unless you receive approval in advance, do not use or donate Keysight funds or assets (including facilities, equipment or trademarks) for any charitable or political endeavor.

Keysight funds or assets may never be used for political contributions, directly or indirectly, anywhere in the world, even where permitted by local law.

13.2 Environmental compliance

We strive to conduct business in an environmentally responsible manner and are committed to compliance with all applicable environmental laws and regulations. Comply with all laws, policies, permits and regulations as they relate to protecting the environment, conserving energy and natural resources and reducing the environmental impact of our operations around the world.

- You can make a difference every day:
- Reduce your personal consumption of water and energy.
- Recycle whenever possible.
- Limit printing to conserve paper.
- Report any actual or potential environmental hazard.

Take Responsibility

- Prior approval is required for the donation of Keysight funds or assets to charitable organizations.
- Do not make any charitable or political contributions (directly or indirectly) using company funds, property, time or other resources.
- If you become aware of a dangerous or hazardous environmental condition, report the situation immediately.

LEARN MORE:

- Expense and Travel Policy
- Environmental Policy
- Keysight Environmental Standards and Guidelines

Q: A friend of mine is running for political office. She asked if I would endorse her at an upcoming rally after work hours. Is that a problem?

A: *No, just make sure that the endorsement is made on your behalf, not Keysight's.*

Q: A Keysight co-worker is participating in a fun run for a local nonprofit and asked if I would sponsor him. Is that okay?

A: *Yes, sponsoring your co-worker using your own funds is no problem. You may not use Keysight funds or assets for this purpose without obtaining prior approval as described in the Expense and Travel Policy.*

Resources

Legal Compliance	legal.compliance@keysight.com
Global Human Resources	https://keysighttech.sharepoint.com/sites/GPS
Corporate Quality	https://keysighttech.sharepoint.com/sites/CEQ
Compliance Hotline	https://keysight.ethicspoint.com
Legal Department	https://legal.keysight.com/asklegal.shtm
Keysight Communications	https://keysighttech.sharepoint.com/sites/intranet

KEYSIGHT

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