



BRUKER CORPORATION (“BRKR”)
BUSINESS CONDUCT POLICIES

CONFLICT OF INTEREST

Positions or Relationships

All employees should avoid material conflicts of interest between their obligation to BRKR and their personal affairs. Accordingly, unless disclosed and reviewed as described later in this paragraph no BRKR employee should have a material, undisclosed economic interest in, or position or relationship with, any person, corporation or other entity, with which BRKR does business or competes, as might significantly influence his/her actions on behalf of BRKR. Certain situations may arise in which BRKR’s best interests warrant an exception to this policy. Such exception, however, must be fully disclosed to, and is subject to review by, BRKR’s Corporate Officers, or in the case of Corporate Officers by the Board of Directors.

Gifts and Entertainment

BRKR does not conduct business through the use of bribes, kickbacks, excessive entertainment or any other improper payments or favors. No employee should, as part of their business activity, accept any gift or money or other thing of material value other than advertising, promotional, or goodwill gifts having a clearly nominal value: i.e., ballpoint pens, tie clips, occasional sports tickets, and the like. Other gifts, if received, should either be returned or donated to charity, and must in any event be fully disclosed to the next level of management, and an appropriate explanation of our policy should be made to the donor.



Entertainment of or by employees is not precluded, provided it is clearly related to the conduct of BRKR's business and appropriate in both scope and cost. Entertainment shall never be entered into if it could unduly influence or compromise an employee of BRKR or an employee of any other company or institution. Entertainment shall be used primarily to provide a favorable, relaxed "business away from business" atmosphere in which to conduct BRKR's business. Examples of appropriate entertainment include normal business meals and trips to BRKR's or a supplier's facilities for training purposes. Occasionally, attendance at a sporting or theatrical event, or a game of golf, tennis, or other sporting activity, is appropriate, provided, in all cases, that the business contact is present.

Special and more stringent gift and entertainment rules apply to government employees. Employees shall not offer or give any gift or gratuity, including business meals or entertainment, to any government employee, except where clearly permitted by applicable government regulations. Furthermore, employees shall not offer or give, directly or indirectly, anything to a government employee who is a procurement official or who performs a procurement function except: (a) beverages at a business meeting, (b) light snacks for a business meeting where government employees in travel status are in attendance, and (c) promotional items displaying the company logo and having a truly nominal value, such as pens or coffee mugs. Any exceptions must be approved in writing by the Chief Financial Officer.

SENSITIVE PAYMENTS

Employees are prohibited from paying or bestowing anything of value in the form of money, gifts, gratuities or favors to or upon any person, government official, political



organization or business entity with the intent of causing the recipient to illegally influence any transaction for the benefit of BRKR.

ARTIFICIAL ENTRIES

No fund shall be created or maintained for any purpose which is not properly reflected in the books and records. No false or artificial entries shall be made in the books or records of BRKR or its subsidiaries for any reason, and no employee shall engage in any arrangement that results in such a prohibited act.

FALSIFIED RECORDS

No payment on behalf of BRKR or any of its subsidiaries shall be approved or made with the intention or understanding that any part of such payment is to be used for a purpose other than that described by the documents supporting the payment.

POLITICAL CONTRIBUTIONS

Although political contributions may be lawful both domestically and abroad under certain circumstances, no political contribution should be made on behalf of BRKR unless specifically approved in writing by the Chief Executive Officer of BRKR. This includes contributions of money or other assets to any political candidate or in support of any political issue. Time spent by an employee on political activity during working hours, or the use of BRKR assets for political purposes, constitutes a political contribution. Charitable contributions on behalf of BRKR, or time spent by an employee on charity during working hours, must be fully disclosed to the employee's supervisor, or the next level of management.

TRADE SECRETS AND CONFIDENTIAL INFORMATION

Certain information about BRKR's products, marketing plans, finances and other aspects of the business must remain confidential. All employees are expected to respect that



confidentiality, both during and after employment by BRKR. Any questions about the confidentiality of information should be raised with a person of proper authority prior to disclosure.

From time to time, persons outside BRKR will choose to disclose information to us which is confidential or proprietary to them. Such information should not be accepted without a proper authorization and a written agreement, approved by a BRKR Corporate Officer, stating BRKR's obligations with respect to that information.

INSIDER INFORMATION

BRKR's employees shall not use "Insider Information" for the purpose of making a profit for themselves or any other person or entity, nor pass such information on to outsiders for such purpose. "Insider Information" is that information about BRKR, its financial affairs, new product introductions, and other activities which has not been disclosed to the public. Misuse of insider information is often associated with purchase or sale of BRKR's stock or options, and is covered by BRKR's insider trading policy, but can extend to other areas as well, such as real estate values in an area of proposed expansion and possible effects on the stock of suppliers or competitors.

Officers or employees with access to unreleased financial data should not, nor should any member of their immediate family, buy or sell BRKR stock without prior consultation with BRKR's General Counsel.

COMPETITION

It is BRKR's policy to compete vigorously in the marketplace. This includes observance of the antitrust laws of the United States and the foreign jurisdictions in which we do business. The consequences of antitrust violations can be severe, including not only costly litigation, but



also criminal sanctions including fines and jail sentences for individuals. Application of the antitrust laws is often difficult and highly dependent on each factual situation. Nevertheless, certain broad guidelines can be established as an aid to avoiding inadvertent misconduct. In any situation where doubt exists, an employee should consult with BRKR's General Counsel or Corporate Officers before embarking on any course of action.

Agreements in Restraint of Trade

Section 1 of the Sherman Act, or similar laws existing in Europe, Japan and elsewhere, make illegal contracts, combinations or conspiracies that restrain trade. These include price fixing or agreements to divide markets or customers. Violations can be shown by less than formal or written contracts. Thus, any contract with competitors concerning prices, terms of sale, territories, or related matters must be avoided. Employees should understand that entirely innocent meetings with competitors on a casual basis, without discussion of any prohibited subjects, can later be used in a damaging fashion. Under no circumstances can an employee discuss pricing or other sensitive matters with competitors. If such a subject should come up at a meeting with competitors, it is essential to leave the meeting immediately. It is not sufficient to remain and not participate.

Robinson-Patman Act Price Discrimination

The Robinson-Patman Act prohibits a seller from discriminating in price or terms of sale for goods of like grade and quality if the result may be to restrict competition. There are defenses, the principal ones being cost justification for the price difference and a bona fide attempt to meet a competitor's price to a particular customer. However, the question of pricing should be carefully reviewed with BRKR's Corporate Officers or General Counsel, or



competent local counsel in foreign jurisdictions, before any discounting policies or practices are instituted.

Section 5 of the Federal Trade Commission Act

This section is very broadly written and authorizes the Federal Trade Commission to bring actions to enjoin “Unfair Trade Practices”. These can include, among other things, disparaging or misrepresenting a competitive product. Such practices, of course, are not acceptable under BRKR’s standards and are thus prohibited whether there is a risk of statutory violation or not.

COMPLIANCE

Any employee of BRKR who fails to comply with any of these policies may face varying levels of disciplinary action, including, without limitation, termination of employment.