

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

**KLA Corporation**

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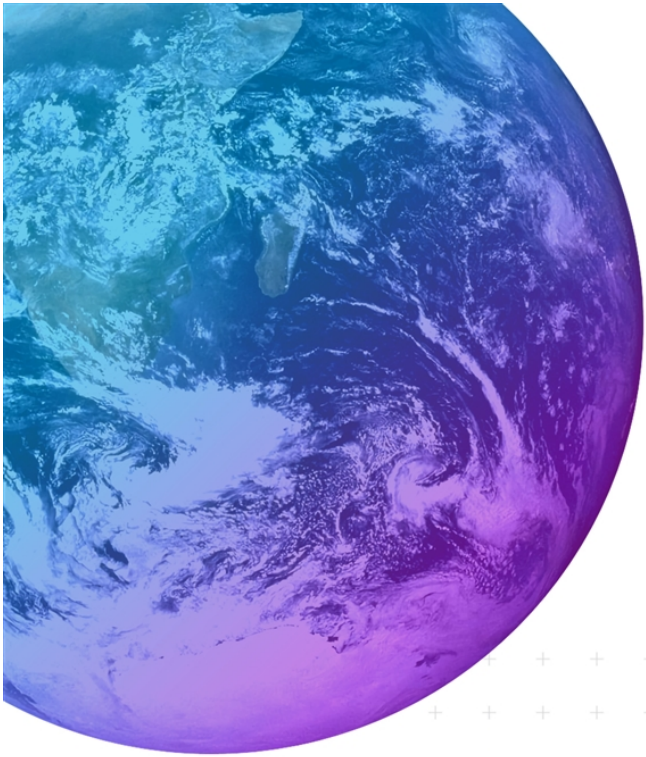
(Name of Registrant as Specified in its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required.
- Fee paid previously with preliminary materials.
- Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.



# KLA's Progress on Environmental Goals and Approach to Assessing Scope 3 Emissions



October 2022

# KLA is on track with Climate Goals

## 2021

Refined our greenhouse gas emissions inventory

Set a goal to use 100% renewable electricity across global operations by 2030

## 2022

Set a goal of achieving net zero Scope 1 and 2 emissions by 2050

Added interim goal of a 50% reduction in Scope 1 and 2 emissions by 2030

## 2023

### Doing the hard work to understand and address Scope 3 emissions

Modeling technological/engineering improvements to reduce emissions associated with use of our products

Planning engagement with top suppliers on their GHG profiles to reduce emissions associated with purchased goods & services

These actions aim to address our two largest categories of Scope 3 emissions (responsible for approx. 96% of our Scope 3 emissions profile)

Expected update of our Scope 3 strategy in 2023

# KLA believes in a responsible, impactful approach to ESG



- KLA is motivated by the continuous drive to be better, and we are working diligently to understand and address climate issues
- AYS proposal would result in a less robust foundation for decision-making and less accurate results
- We are opposed to irresponsibly announcing a goal on Scope 3 **before we have analyzed the implications of such a goal** and what it means for our business in real terms
- We want our goal to reflect what we believe is genuinely feasible
- Academics, regulators, journalists, and other parties have criticized the rush of net zero pledges as empty and potentially counterproductive

## AYS claims regarding Scope 3 are not accurate or reasonable

ISSUE/AYS STATEMENT	KLA RESPONSE
<b>Misleading data:</b> AYS states KLA's operational emissions increased year over year	➤ As stated in KLA's latest Global Impact Report, our figures for emissions increased because of better data availability from recent acquisitions
<b>GHG emissions:</b> AYS states that KLA is leaving 99% of GHG emissions unaddressed	➤ KLA's work in process is focused on emissions reduction opportunities for ~96% of our Scope 3 emissions
<b>SBTi-certified emissions reduction commitment:</b> AYS claims that KLA's peers have committed to SBTi-certified emissions reduction goals	➤ SBTi's database indicates that most of the companies AYS cites have (sensibly) committed to near-term goals only
<b>Duplicative Request:</b> AYS is requesting an unnecessary report	➤ Our research is already underway – additional research would be duplicative, not change the timeline and cause significant disruption to our business.

We urge you to **VOTE AGAINST** a proposal that would irresponsibly rush the Company into disclosure before relevant information has been gathered and analyzed.

# KLA urges a **vote against proposal #4** the AYS shareholder proposal

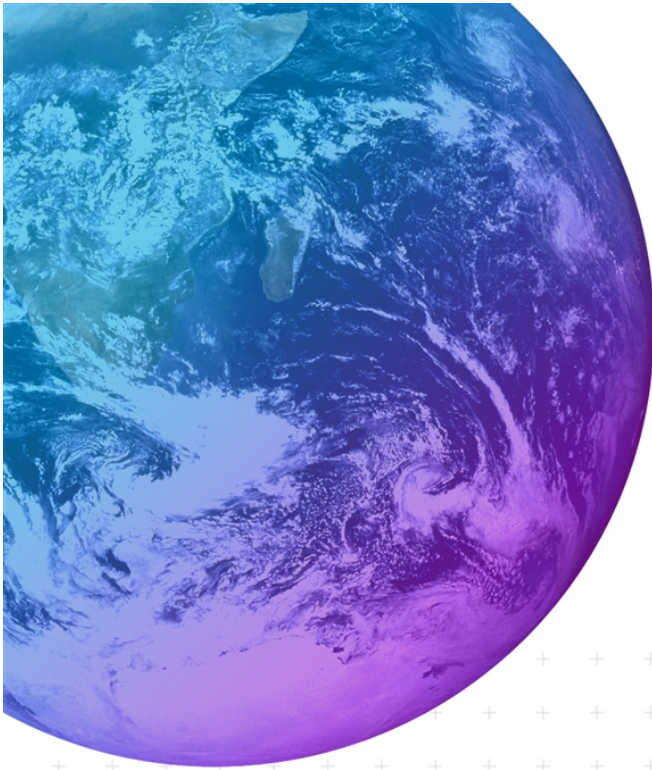
## The AYS proposal's request is not simple or benign.

Any emissions reduction plan, including "net zero" requires a sophisticated, cross-department effort.

KLA is already executing on a thoughtful plan that will produce an update in 2023. AYS's demand for a report is unnecessary and duplicative.

## KLA actions are well underway:

- Filling in gaps on product efficiency modeling
- Reviewing and validating modeling assumptions
  - Future efficiency models
  - Moore's Law assumptions (transistor density)
  - Flat panel display assumptions (display size)
- Performing tie-out of modeling and related assumptions to validate accuracy
- Developing and aligning Scope 3 target recommendation
- Providing an update of our Scope 3 strategy in 2023



Thank You for your  
Consideration and Support

