

NIPRO Code of Practice

NIPRO Compliance Action Guidelines



Revision of the NIPRO Compliance Action Guidelines

Since our founding in 1954, under the Corporate Creed of “Willingness” and the concept of medical technology and creative innovation, we have been sincerely conducting business activities in order to contribute to society and improve people’s health and well-being by stably providing products and services to people who need them around the world. Currently, the NIPRO Group conducts a wide range of life and health-related business activities, mainly the manufacture and sale of medical devices, pharmaceuticals, and regenerative medical products. In steering the management of the entire Group,

I believe it is my responsibility to gain and maintain the trust of patients, healthcare professionals, other medical personnel, research institutes, business partners, and all other stakeholders.

In recent years, the global business environment has been undergoing significant change.

For example, in Japan, the Ministry of Health, Labour and Welfare has revised the Pharmaceuticals and Medical Devices Act to require companies in the medical industries to establish a legal compliance system. In April 2019, the Ministry also established and began applying the Guidelines for Providing Information on Prescription Drugs in Sales Activities in order to enhance people’s health and hygiene. These rules strongly request medical product companies to establish and appropriately operate an internal self-inspection and management system to prevent the inappropriate provision of information in sales activities. In response, trade associations in the medical industries have drastically revised their action

Management Philosophy

In looking toward our future as a truly global comprehensive medical manufacturer, we believe our current and future responsibility to society is to develop innovative, value-added products and technologies that improve patient outcomes and healthcare worldwide.

guidelines to discipline the behaviors, attitudes, and morals of people engaged in life and medical business activities.

An attitude that emphasizes measuring the success of a business just by financial results needs to be severely questioned. Companies with low awareness of corporate social responsibility are putting their existence at risk. In the first place, each and every member of a company needs to have a strong awareness of their role as a member of society and comply with laws and regulations and corporate ethics.

Under this social environment, we revised the NIPRO Compliance Action Guidelines and the NIPRO Code of Product Promotion to ensure our compliance with laws, regulations, and corporate

ethics. Priority must be placed on acting correctly as a member of society, perceiving the truth, distinguishing right from wrong, keeping to our beliefs. Each of us, including myself, employees, and officers, must follow these Action Guidelines.

We strictly adhere to these Action Guidelines in our daily operations and keep to the policy to quickly and accurately meet the expectations and trust of people worldwide who need our medical expertise and technology. I believe that these efforts will bring us dramatic growth and development and make us a truly global company that contributes to society.

Yoshihiko Sano
NIPRO Corporation President



NIPRO Compliance Action Guidelines Table of Contents

| | |
|---|-------------------------------|
| I . Essential Responsibilities as a Life-Related Business Company | 5 |
| II . Responsibilities of Top Management | 6 |
| III . Principles of Corporate Activities | 7 |
| 1. Compliance with laws, regulations, and corporate ethics | ALL 7 |
| Compliance with laws and regulations and corporate ethics applicable to businesses | 7 |
| Creation and provision of excellent products and services and ensuring their safety | 8 |
| Compliance with laws and ethics in other countries and respect for local culture and customs | 9 |
| 2. Actions towards people having an interest in the Company | S A 10 |
| Customers | 10 |
| Shareholders | 10 |
| Social engagement and contribution to social development | 11 |
| Disclosure through the mass media | 12 |
| 3. Sound and fair relationships | ALL 13 |
| Sound and fair relationships with politicians and government officials | 13 |
| Proper relationships with patient groups | 14 |
| Refusal of favors to antisocial forces and organizations | 14 |
| Compliance with the regulations on insider trading and the regulations on trading of treasury shares by officers | 15 |
| 4. Testing, research, and development of products | R A 16 |
| Testing, research, and development | 16 |
| Care and use of laboratory animals | 18 |
| Conducting clinical trials | 18 |
| 5. Manufacturing and sales activities | S 19 |
| Provision of products | 19 |
| 6. Post-marketing safety measures and surveillance | S A 20 |
| Post-marketing safety measures | 20 |
| Application for approval | 21 |
| 7. Clinical research | R A 21 |
| 8. Manufacture, import, and export of products | M L A 22 |
| Manufacturing | 22 |
| Import | 23 |
| Export | 24 |
| 9. Stable product supply | M L A 24 |
| 10. Intellectual property rights | R A 26 |

| | | |
|--|-------|----|
| 11. Environmental conservation | ALL | 26 |
| 12. Product information activities | S | 28 |
| 13. Sales, publicity, and advertising | S A | 29 |
| 14. Fair and proper transactions | S R A | 31 |
| 15. Engagement with public officials | S R | 32 |
| 16. Outsourcing to healthcare professionals | S R | 33 |
| 17. Donations | S R | 34 |
| 18. Avoidance of conflicts of interest and separation of private matters from business | ALL | 34 |
| 19. Accuracy of accounting records | A | 36 |
| 20. Proper use of company assets | ALL | 36 |
| 21. Compliance with tax laws | A | 37 |
| 22. Network systems and information management | ALL | 38 |
| 23. Handling of confidential information and respect for third party confidential information | ALL | 39 |
| 24. Handling of personal information | A | 40 |
| 25. Working environment | ALL | 41 |
| Conclusion and fulfillment of proper contracts and promotion of health and safety in the workplace | | 41 |
| No favoritism | | 43 |
| Support for people with physical, mental, or intellectual difficulties | | 43 |
| Objective and fair evaluations and a comfortable working environment | | 44 |
| No inappropriate speech or behavior | | 45 |
| 26. Respect for human rights and fair and equitable treatment | ALL | 46 |
| No discriminatory treatment | | 46 |
| Respect for and securing children' s rights | | 47 |
| No improper recruitment activities | | 49 |
| 27. Self-restraint and prohibition of improper acts in private life | ALL | 49 |
| No use of illegal drugs | | 49 |
| No drunk driving | | 50 |
| No criminal acts, misdemeanors, or violation of ordinances, laws, or regulations | | 51 |
| 28. Handling of whistleblowing and grievances | ALL | 51 |
| 29. Criteria for compliance with the Articles of Incorporation, internal regulations, and external charters and guidelines | ALL | 52 |
| Compliance with the Articles of Incorporation, internal regulations, and other rules | | 52 |
| Criteria for complying with external charters and guidelines | | 53 |
| 30. Compliance with international rules and local laws and regulations and contribution to local communities | ALL | 53 |

With NIPRO's corporate mission in mind, we have established and sincerely comply with the following Action Guidelines for our engagement with customers, employees, business partners, shareholders, industries, government officials, local communities, and the general public.

I Essential Responsibilities as a Life-Related Business Company

— The Company and its group companies conduct business activities as life-related business companies under the public health insurance programs. Given this background, we reaffirm our essential responsibilities to comply with the following philosophies:



[Philosophies]

- In conducting business activities, we make it our top priority to contribute to people's health and life and act with a high sense of ethics, including bioethics, not to mention compliance with laws and regulations.
- NIPRO has established internal transparency guidelines based on the Transparency Guidelines for the Relationship Between Corporate Activities and Medical

Institutions (“Transparency Guidelines”) published by the Japan Pharmaceutical Manufacturers Association. In conducting business activities, we follow these internal guidelines to ensure the transparency of our engagement and appropriately fulfill our accountability to society.

- To contribute to the advancement of medicine and pharmacy and the development of life science, and promote appropriate industry-academia collaboration, we build relationships of trust with researchers, healthcare professionals, and patient groups. We also fulfill our corporate social responsibilities, recognizing that our existence as a company builds on contributing to environmental protection, sustainable development of local communities, improvement of people’s lives, and other social issues.

[Reference Laws and Regulations]

Japan Business Federation Charter of Corporate Behavior; Code of Ethics; Compliance Program; and others

II Responsibilities of Top Management

— The top management of the Company and each group company executes the following duties:

- It is the role of the top management to fulfill the Essential Responsibilities of a Life-Related Company stated above. Recognizing this, the top management, which is responsible for the acts of all officers and employees, takes the lead in practicing these Guidelines and thoroughly disseminates them to related parties, and develops an internal system.
- If any situation that violates the spirit of these Guidelines occurs, the top management will take responsibility for resolving the issue, investigate the cause, and prevent a recurrence.
- We respect the spirit of these Guidelines when conducting business activities at all business divisions and subsidiaries in Japan and overseas.
- We announce the basic principles of these Guidelines to business partners and allied companies and ask for their understanding.

III Principles of Corporate Activities

— We faithfully conduct our business in compliance with laws, regulations, and rules applicable to our research, development, manufacturing, sales, management, and other business activities. If an emergency occurs, such as a large-scale disaster or the spread of a new type of infectious disease, we will take flexible, appropriate measures and responses, putting the priority on human life.

1. Compliance with laws, regulations, and corporate ethics Compliance with laws, regulations, and corporate ethics

— With our corporate mission in mind, we strive to achieve the SDGs and comply with the guidelines established by trade organizations, laws, regulations, industrial policies, ethical standards enforced in Japan and overseas, and our internal regulations and rules in all of our business activities.

Compliance with laws and regulations and corporate ethics applicable to businesses

1. Life-related companies like ours, which handle products directly connected to people's lives and health, are strictly regulated by laws and regulations, including the Pharmaceuticals and Medical Devices Act. We strongly recognize the reason for our existence as a Public Organ of Society that should meet the expectations and trust of society when conducting business.
2. In conducting business activities, we respect the spirit of the Constitution, comply with general laws and regulations such as the Civil Code, the Companies Act, and the Penal Code, business-specific laws and regulations, general internal regulations (hereinafter referred to collectively as "laws and regulations"), and corporate ethics. We discipline ourselves with a high aim and sense of ethics to serve society with a high level of ethics and transparency.

3. We act responsibly, recognizing that violations of laws and regulations and corporate ethics may result in punishment.

[Reference Laws and Regulations]

Constitution; Civil Code; Companies Act; Penal Code; Pharmaceuticals and Medical Devices Act; Antimonopoly Act; and others



— **We contribute to people’s health and the future of medicine.**

Creation and provision of excellent products and services and ensuring their safety

1. We contribute to people’s health and the future of medicine by creating great products and providing effective and safe products and services.
2. If it is found that any product or service we supply causes damage or danger to people’s health or the environment, we will act promptly and appropriately to investigate the cause and prevent the spread of the damage and a recurrence. We will also faithfully disclose correct and precise information regarding such an incident widely to the public.

[Reference Laws and Regulations]

Pharmaceuticals and Medical Devices Act; Basic Act on Consumer Protection; Consumer Contract Act; Product Liability Act (PL); and others

- **When we do business overseas, we use sound judgment in compliance with local laws and regulations and local ethical values.**

Compliance with laws and ethics in other countries and respect for local culture and customs

1. With the rapid progress of globalization and a borderless world, Japanese companies are operating across borders. In our overseas business activities, we comply with local laws, regulations, and ethical values and respect local culture and customs with a view of the international community.
2. If no compliance Code has been established by any trade organization in a country, we will comply with the compliance Code established by the International Federation of Pharmaceutical Manufacturers & Associations (IFPMA).
3. If practicing any part of these Guidelines is contrary to any local law or ethical value of a country, we will have consultations between the person in charge of compliance and corporate ethics of the local group company, lawyers, and other professionals to determine the right action based on sound judgment.



2. Actions towards people having an interest in the Company

— We create and do business from the customer’s point of view.

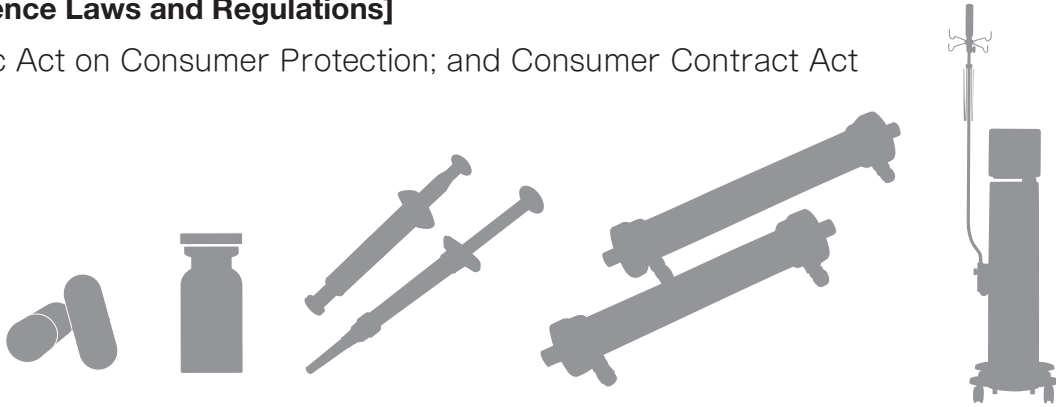
Customers

For a company to be accepted into the market, it must gain the trust of consumers, users, business partners, distributors, contractors, and other customers (hereinafter collectively referred to as “customers”).

We always engage with our customers with faith and fairness and provide products and services that satisfy their proper requests.

[Reference Laws and Regulations]

Basic Act on Consumer Protection; and Consumer Contract Act



— We disclose our corporate information to shareholders and investors in a timely, appropriate and fair manner, promote their understanding of our corporate activities, and strive to gain trust as a company open to stakeholders and the public.

Shareholders

1. We manage the Company by properly understanding and fulfilling the functions and duties of general meetings of shareholders, the Board of Directors, directors and audit & supervisory board members, and other internal organs stipulated by law.
2. We establish internal control systems to ensure the appropriateness of our business operations.
3. We place importance on public relations activities for shareholders and

investors, disclose meaningful and reliable information in a timely manner, and strive for full accountability to gain stakeholders' understanding of our management and business activities.

[Reference Laws and Regulations]

Companies Act (Relationship between directors and the Company, Duty of care of a good manager, Duty of loyalty of directors, Responsibility of directors to the Company, Shareholders' representative action, Responsibility of audit & supervisory board members to the Company); Financial Instruments and Exchange Act (Prohibition of insider transactions by interested persons within the company); and others

[Reference External Standards]

Rules of Financial Instruments Exchanges (Timely disclosure)

[Reference Internal Regulations]

Articles of Incorporation; and Board of Directors Regulations



— We conduct business activities with an awareness of our responsibility as a member of the local community.

Social engagement and contribution to social development

1. The relationship with the community in which we do business and where our employees and customers live is essential for our existence as an enterprise.
2. We actively communicate with local communities, respecting local culture, religion, and tradition, and cooperate with a wide range of stakeholders.

including NPOs, NGOs, local communities, and governments.
3. We support our employees' volunteer activities.

[Reference Laws and Regulations]

Labor Standards Act; and others

[Reference External Standards]

United Nations Volunteers Programme (UN); Universal Declaration on Volunteering (International Association for Volunteer Effort [IAVE]); JPMA Code of Practice (Japan Pharmaceutical Manufacturers Association); and others



— **We always disclose information in an appropriate and timely manner.**

Disclosure through the mass media

We disclose information on our management policies, business activities, products, and other information in an appropriate and timely manner, and strive to gain the trust of people both in Japan and overseas as a transparent company open to the stakeholders and the public.

We do not spread false or uncertain information for the purpose of manipulating the market price.



[Reference Laws and Regulations]

Constitution (Freedom of expression, freedom of the press); Financial Instruments and Exchange Act (Prohibition of the spreading of rumors and the use of fraudulent means, and disclosure); Order for Enforcement of the Financial Instruments and Exchange Act (Public announcement measures); and others

[Reference External Standards]

Rules of Financial Instruments Exchanges (Timely disclosure)



3. Sound and fair relationships

- **We maintain sound, open, and fair relationships with politicians and government officials.**

Sound and fair relationships with politicians and government officials

We ensure the fairness of any payment to political parties, political organizations, or any other similar groups, regardless of the title of the payment. We maintain sound and fair relationships with politicians and government officials (including public facilities, public educational and research institutes) and refrain from any act that may be suspected as corruption, including illegal political donations or improper provision of favors.

[Reference Laws and Regulations]

Penal Code (Giving and receiving bribes, passing of bribes to a third party, and influence peddling); National Public Service Act; Local Public Service Act; Public Offices Election Act; Political Funds Control Act; National Public Service Ethics Act; National Public Service Ethics Code; Unfair Competition Prevention Act (Foreign public servants); Act on Punishment of Public Officials' Profiting by Exerting Influence; and others

[Reference External Standards]

Code of ethics of local public organizations and facilities; and U.S. FCPA

[Reference Internal Regulations]

NIPRO Bribery Prevention Guidelines; and Guidelines for Engagement with government officials in Japan

— We maintain transparent and proper relationships with patient groups.

Proper relationships with patient groups

With a high sense of ethics, we respect the independence of patient groups. When we provide financial support to patient groups, to gain a broad understanding that our activities contribute to the activities and development of the patient groups, we clarify our involvement and agree in writing on the purpose and content of the support, and ensure transparency by keeping records. For this reason, when we provide financial support to a patient group, we will formulate and comply with our own rules.

[Reference External Standards]

Code of Practice; and others



— We are never involved with antisocial forces or organizations that pose a threat to the order and safety of society.

Refusal of favors to antisocial forces and organizations

- 1. Just one compromise with or use of an antisocial force or organization may result in the loss of the Company’s reputation and credibility. We refuse any

- engagement with these organizations, including business relationships.
2. We systematically respond to and firmly refuse unreasonable demands from antisocial forces.
 3. We strictly comply with the provisions of the Companies Act prohibiting the provision of benefits to shareholders, and we firmly refuse relationships with corporate racketeers.

[Reference Laws and Regulations]

Companies Act (Prohibition of provision of benefits to shareholders, A crime of bribery to corporate racketeers); Act on Punishment of Physical Violence and Others; Act on Prevention of Unjust Acts by Organized Crime Group Members; Ordinances for the Elimination of Organized Crime Groups; and others

[Reference External Standards]

Guidelines for Preventing Victimization by Antisocial Forces; Initiatives to Eliminate Antisocial Forces; and others



— We comply with the regulations on insider trading and the regulations on trading of treasury shares.

Compliance with the regulations on insider trading and the regulations on trading of treasury shares by officers

1. If any person inside the Company obtains important undisclosed information related to the business of the Company, subsidiaries, or business partners, he/she shall refrain from trading these securities by himself/herself or as the Company until the information is made public through prescribed procedures.
2. Trading treasury shares by company officers is regulated by law.

[Reference Laws and Regulations]

Financial Instruments and Exchange Act (Obligation to report trading by officers, Return of gains from short-term trading by officers, Prohibition of short-selling of company stocks, Prohibition of insider trading by company insiders); and others

[Reference Internal Regulations]

Insider Trading Regulations



4. Testing, research, and development of products

— We comply with bioethics, laws and regulations, and corporate ethics when researching and developing products.

Testing, research, and development

To contribute to people's health, welfare and medicine, we research and develop high-quality and low-cost products while taking into account the safety and convenience of healthcare professionals.

We always strive for creative innovation and technological improvement and observe the following matters in research and development to realize high-quality medicine.

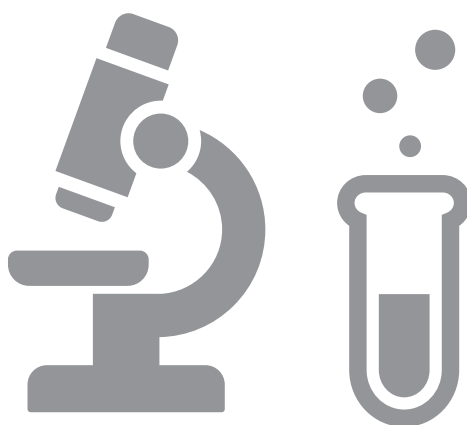
1. In research and development, we comply with laws and regulations related to testing, research, and development, and corporate ethics, including bioethics. We also carefully consider environmental conservation and the safety of people engaged in research and development activities, and people in the neighborhood.
2. In conducting quality tests and the like at the product development stage, we

work together with healthcare professionals to ensure safety and scientific fairness. We also create, record, and store reproducible and accurate data in compliance with laws and regulations, including the Pharmaceuticals and Medical Devices Act and the Standards of Reliability of Application Data.

3. We properly use and store compounds and dangerous and harmful substances handled in research and development activities, always confirming whether they are poisonous, harmful substances, narcotics or psychotropic drugs, stimulants, or other substances regulated by law.
4. Research and development costs incurred for testing and research, and academic research subsidies are subject to disclosure in accordance with the Transparency Guidelines. We appropriately fulfill our accountability for these costs.

[Reference Laws and Regulations]

Pharmaceuticals and Medical Devices Act; Ministerial Ordinance on Standards for Conducting Nonclinical Trials on the Safety of Medical Devices and Pharmaceuticals (Good Laboratory Practice, GLP); Ministerial Ordinance on Standards for Conducting Clinical Trials of Medical Devices and Pharmaceuticals (Good Clinical Practice, GCP); Ministerial Ordinance on Post-marketing Safety Management Standards for Medical Devices and Pharmaceuticals (Good Vigilance Practice, GVP); Ministerial Ordinance on Standards for Post-marketing Studies and Testing of Medical Devices and Pharmaceuticals (Good Post-marketing Study Practice, GPSP); Transparency Guidelines; and others



— **We treat laboratory animals with care and keep them responsibly.**

Care and use of laboratory animals

1. We take care of laboratory animals with gratitude. When using them for testing and research, we give due consideration to the dignity of animal life.
2. We keep laboratory animals responsibly and take measures to prevent their invasion or pollution of the human living environment.
3. We establish research and development systems that ensure the voluntary and proper management of laboratory animals used for development from the viewpoint of animal welfare.

[Reference Laws and Regulations]

Act on Welfare and Management of Animals; and others

[Reference external standards]

Standards for the Care and Management of Laboratory Animals



— **When conducting clinical trials, we respect the human rights of the subjects. When outsourcing the clinical trial to a third party, we conclude a written contract with the third party.**

Conducting clinical trials

1. When conducting clinical trials, we comply with all applicable laws, regulations, and guidelines, including the Pharmaceuticals and Medical Devices Act, the Ministerial Ordinance on the Standards for Conducting Clinical Trials; Clinical Trials Act; and Ethical Guidelines for Life Science and Medical Research Involving Human Subjects.

2. When conducting clinical trials, we respect subjects' human rights to the fullest from an ethical point of view.
3. When we outsource clinical trials to a medical institution, we conclude a written contract. We do not pay any improper compensation or any other benefit that may appear like bribery violating the bribery provisions of the Penal Code or the Fair Competition Rules.

[Reference Laws and Regulations]

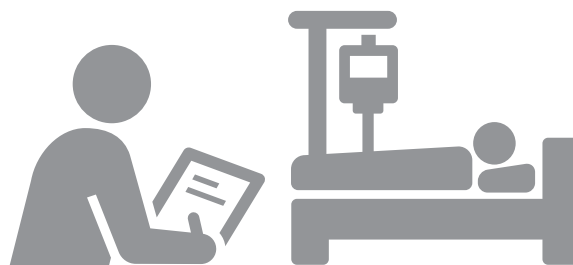
Pharmaceuticals and Medical Devices Act; GCP Ministerial Ordinance; Clinical Trials Act; and others

[Reference External Standards]

Ethical Guidelines for Life Science and Medical Research Involving Human Subjects; and "Guidelines for Compensation for Health Hazards of Subjects" published by the Japan Pharmaceutical Industry Legal Affairs Association

[Reference Internal Standards]

Compensation Procedure



5. Manufacturing and sales activities

— In providing products to customers, we comply with the Pharmaceuticals and Medical Devices Act, these Guidelines and the Codes of Practice and ensure the excellent quality and stable supply of products manufactured and sold.

Provision of products

1. As a manufacturer and seller of products, we operate our business appropriately and smoothly in compliance with applicable laws and regulations under the supervision of general manufacturing and sales managers.

2. In assuring the quality of our products, we comply with the Ministerial Ordinance on Standards for Quality Assurance (GQP Ministerial Ordinance). If any quality problem occurs in one of our products, we promptly take action, including voluntary recalls prioritizing human life, reporting to the authorities, and investigating the causes to prevent a recurrence.



6. Post-marketing safety measures and surveillance

— We thoroughly implement safety measures for products and conduct proper post-marketing surveillance and testing

Post-marketing safety measures

1. After marketing products, we constantly collect safety information, promptly evaluate and review the collected information, report it appropriately to the authorities, and provide it to healthcare professionals.
2. In collecting data to create reevaluation materials, we comply with the Ministerial Ordinance for the Post-Marketing Surveillance and Testing of Pharmaceuticals to ensure the safety and effectiveness of products.

[Reference Laws and Regulations]

Act on Securing Quality, Efficacy, and Safety of Products Including Pharmaceuticals and Medical Devices; and others

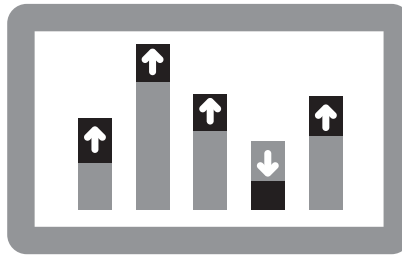
[Reference External Standards]

GVP Ministerial Ordinance; GPSP Ministerial Ordinance; and Regulations for Enforcing the Fair Competition Rules

- **When applying for product manufacturing and sales approval, we ensure the reliability of scientific quality and test results and use objective and reliable test data appropriately.**

Application for approval

When applying for manufacturing and sales approval, we comply with relevant laws, regulations, and internal rules, use only scientifically accurate data, and do not conduct any fraudulent activities, such as stealing, falsifying, replacing, or concealing materials and data.



7. Clinical trials

- **In supporting clinical trials, we comply with applicable regulations, including the Clinical Trials Act and other relevant ethical guidelines, pay attention to conflicts of interest, and pursue transparency.**

Conducting clinical research

1. When conducting clinical trials ourselves or jointly with any other laboratory or by outsourcing them to a third party by providing funds, we observe the Clinical Trials Act, the Ethical Guidelines for Life Science and Medical Research Involving Human Subjects, and other relevant rules.
2. When conducting clinical trials, we clarify each laboratory's obligations and responsibilities, pay attention to the subjects' human rights, conclude written contracts, and ensure the transparency and fairness of the funds provided for the trials.
3. When providing any benefit or labor for clinical trials, we pay attention to conflicts of interest and avoid any doubt about the reliability of the results of clinical trials.

[Reference Laws and Regulations]

Clinical Trials Act; and others

[Reference External Standards]

Ethical Guidelines for Life Science and Medical Research Involving Human Subjects; Fair Competition Rules; Transparency Guidelines for the Relationship between Corporate Activities and Medical Institutions; and others

[Reference Internal Standards]

Research Ethics Examination Regulations; Clinical Ethics Examination Rules; and others



8. Manufacture, import, and export of products

— **When manufacturing products, we use the approved manufacturing methods and perform good manufacturing management and quality management.**

Manufacturing

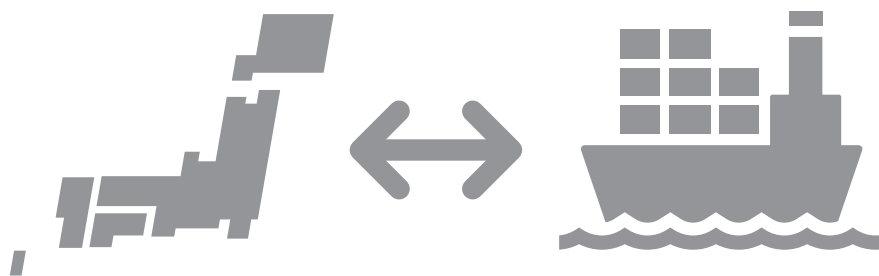
1. We comply with applicable laws and regulations, ISO, internal regulations, and corporate ethics including GMP and PIC/S GMP guidelines when manufacturing products.
2. If a problem occurs or is suspected to have occurred in the quality of a product, we thoroughly investigate the facts and causes and promptly take action to solve the problem. At the same time, in accordance with the applicable law, we appropriately report the problem and our actions to supervisory authorities and issue a press release.
3. We consider environmental conservation and the safety of manufacturing workers and people in the community.

[Reference laws and regulations]

Pharmaceuticals and Medical Devices Act; Ministry Ordinance on Standards for Manufacturing and Quality Management of Medical Devices and Pharmaceuticals (GMP); PIC/S GMP Guidelines; Ministerial Ordinance on Standards for Quality Management of Medical Devices and Pharmaceuticals (GQP); laws and regulations for medical devices and pharmaceuticals of other countries where we do business; and others

[Reference External Standards]

ISO 9000 Series; and ISO 13485



— When importing products manufactured at overseas sites, we ensure that they are manufactured in accordance with local and international laws and regulations and by approved manufacturing methods.

Import

Products manufactured and imported from overseas are also subject to laws and regulations in Japan applicable to medical devices and pharmaceuticals. We import products manufactured overseas by following proper procedures, including compliance with the Customs Act, and adequately manage them in the same way as products manufactured in Japan.

[Reference Laws and Regulations]

Pharmaceuticals and Medical Devices Act; Narcotics and Psychotropics Control Act; Customs Act; and others

— **When exporting products, we follow appropriate procedures in compliance with applicable laws and regulations in Japan and overseas.**

Export

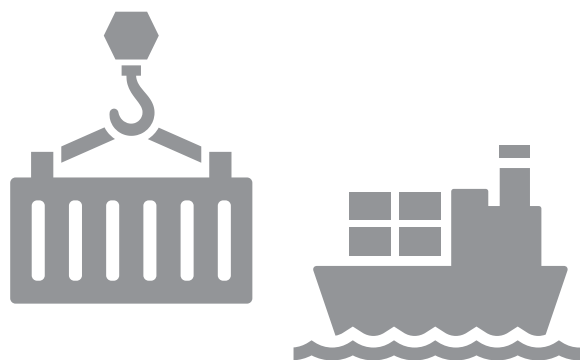
When exporting products, we follow appropriate procedures after fully confirming that they are not subject to strategic goods or strategic technology controls, or other export regulations.

[Reference Laws and Regulations]

Pharmaceuticals and Medical Devices Act; Narcotics and Psychotropics Control Act, Maritime Transportation Act; Customs Act; Foreign Exchange and Foreign Trade Act; Export and Import Transaction Act; and others.

[Reference External Standards]

U.S. OFAC regulations; and others.



9. Stable product supply

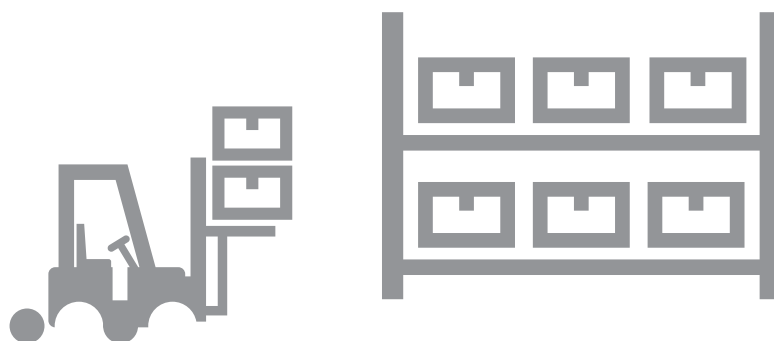
— **We ensure stable and timely product supply in an appropriate manner, keeping in mind that our products are essential for people' s health and life.**

Stable supply

Since our products are life-related, if they are not available or have defects, patients cannot receive proper medical treatment. To avoid this inconvenience, we strive to secure stocks of finished goods and raw materials, formulate and implement business continuity plans, and maintain solid sales and logistics systems.

[Reference External Standards]

Ministry of Health, Labour and Welfare' s circular notice and action plan; Stable Supply Guidelines; and others.



10. Intellectual property rights

- **We recognize that inventions, utility models, designs, trademarks, and other intellectual property rights are important assets of business operators.**

Respect for intellectual property

Enterprises are always on a mission to develop and provide innovative technologies and products to compete internationally.

We observe the following rules, recognizing that the results of research, development, and other operations (including inventions, utility models, designs, new varieties of vegetation, copyrighted works, trademarks, know-how, and technical information; hereinafter referred to as “Results”) are essential assets (intellectual property) of a company.

1. We correctly record and manage Results and never disclose or divulge them to anyone wrongfully without going through the prescribed procedures. Employees do not use the Company’ s Results for their own or any third party’s interest, whether during employment by the Company or after resignation.
2. When an employee has obtained Results belonging to the scope of the Company’s business, he/she immediately notifies the Company and properly and promptly handles them. The Company promptly and appropriately applies for registration of Results belonging to the Company to secure its right to the Results.
3. We respect the intellectual property rights of other companies. We never

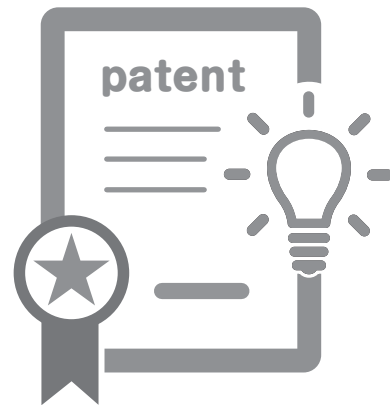
attempt to obtain Results or confidential information of any other party wrongfully. We never use any other party's Results for our own research, development, or other business activities without the consent of the right holder, even if we have obtained such Results or information lawfully.

[Reference Laws and Regulations]

Patent Act; Utility Model Act; Design Act; Trademark Act; Copyright Act; Unfair Competition Prevention Act; and others

[Reference Internal Standards]

Invention and Design Handling Regulations



11. Environmental conservation

— **Recognizing the importance of environmental issues, we act responsibly as a life-related company.**

Environment

1. In addition to global environmental issues such as global warming, ozone depletion, and acid rain, environmental risks such as waste, water pollution, and air pollution are critical issues worldwide.
2. To contribute to the preservation and improvement of the global environment, we pay keen attention to the environmental impact of all our operations—not only manufacturing but also R&D and marketing activities. We strive to use resources and energy efficiently, reduce emissions, promote recycling, and provide thorough education. We evaluate the environmental impacts of our products and production processes and take action to reduce them, promoting the development and use of environmental technologies.

3. If any incident or condition occurs that has caused or has a risk of causing harm to the environment, we promptly take proper action to remove the risk or alleviate the condition. We also cooperate with local communities in environmental conservation activities and provide correct and proper information.
4. Employees are encouraged to take environment-friendly actions in their daily lives whenever possible, such as recycling waste and turning off unnecessary lights, to reduce the environmental burden.

[Reference Laws and Regulations]

Basic Environment Act; Basic Act on Establishing a Sound Material-Cycle Society; Act on the Settlement of Environmental Pollution Disputes; Act on Compensation for Pollution-related Health Damage; Air Pollution Control Act; Water Pollution Control Act; Noise Regulation Act; Offensive Odor Control Act; River Act; Purification Tank Act; Sewerage Act; Waste Management and Public Cleansing Act; Basic Act on Biodiversity; Act on Promotion of Global Warming Countermeasures; Factory Location Act; Act on the Rationalization etc. of Energy Use; Act on Prevention of Marine Pollution and Maritime Disaster; Act on the Promotion of Effective Utilization of Resources; Act on Securing the Recovery and Destruction of Fluorocarbons Contained in Specified Products; Act on Special Measures against Dioxins; Act on Confirmation, etc. of Release Amounts of Specific Chemical Substances in the Environment and Promotion of Improvements to the Management Thereof (PRTR Act); Act on the Regulation of Manufacture and Evaluation of Chemical Substances; Act on the Promotion of Sorted Collection and Recycling of Containers and Packaging (Containers/Packaging Recycling Act); Act on Asbestos Health Damage Relief; Ordinance on Prevention of Health Impairment due to Asbestos; United Nations Framework Convention on Climate Change; ISO14001; and others





12. Product information activities

— We conduct fair and transparent information activities when providing information to medical institutions and other organizations.

Activities to provide information

1. When conducting activities to provide product information to medical institutions and others (provision, transmission, and collection of information), we comply with the Code of Practice, the Fair Competition Rules, the Guidelines for Providing Information on Prescription Drugs in Sales Activities to ensure fairness and transparency in our information activities.
2. We acquire the medical and pharmaceutical knowledge necessary for providing information. We provide appropriate product information to enhance and improve the health of patients and the general public in accordance with the applicable laws and regulations.
3. We provide information on our products to healthcare professionals within the scope of manufacturing and sales approval acquired for the product.
4. When conducting product information activities, we maintain a sound relationship with doctors, pharmacists, and other healthcare professionals so as not to violate or be suspected of violating the bribery provisions of the Penal Code, the National Public Service Ethics Act, the Fair Competition Rules, and other ethics-related laws, regulations, and standards.

[Reference Laws and Regulations]

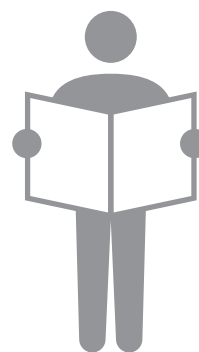
Pharmaceuticals and Medical Devices Act; Antimonopoly Act; the Ministerial Ordinance on Post-marketing Safety Management Standards for Medical Devices and Pharmaceuticals (GVP); Ministerial Ordinance on Standards for Post-marketing Studies and Testing of Medical Devices and Pharmaceuticals (GPSP); and others

[Reference External Standards]

Fair Competition Rule; Code of Practice; Creation of Guidelines for Providing Academic Information on Off-label Use; and others

[Reference internal regulations]

Code of Promotion; and others



13. Sales, publicity, and advertising

— **We conduct publicity and advertising activities with correct information and expression.**

Publicity and advertising

1. When providing information in sales, publicity, and advertising activities, we comply with applicable laws and regulations and corporate ethics to ensure the adequacy of these activities. We use correct and objective information and expressions that are free of falsities, exaggerations, social discrimination, and human rights infringements.
2. When conducting activities to provide information to patients, investors, audiences, and any other non-healthcare professionals, in addition to commercials and press releases, we also carefully check the content of the information in the planning stage so that it should not appear as advertising or publicity targeting the general public.
3. We offer only appropriate giveaways (such as prizes and awards) in compliance with applicable laws and regulations and corporate ethics.
4. We maintain sound and fair relationships with advertising agencies, production companies, and media companies.

5. When we use social media or other digital communications, we take full responsibility for the content. We make sure that all related parties, including subsidiaries, the parent company, affiliates, planning companies, agents, and employees, understand and comply with this Code of Conduct. In particular, we keep the following in mind:

(1) We comply with the provisions of the Pharmaceuticals and Medical Devices Act, the restrictions on advertising stipulated in the Standard for Appropriate Advertising of Pharmaceuticals, and the Code of Promotion.

(2) When planning and supporting social media or any other similar online communication means, we confirm the appropriateness of the publication's content, including content posted by third parties. We take appropriate action to prevent the posting of inappropriate content, such as the use of our product for unapproved purposes, defamation or slander, or adverse events affecting competitors' products.

(3) When we publish information, the appropriate department and an external expert, as necessary, thoroughly examine the content.

(4) When we sponsor any social media, we explicitly display our company name.

[Reference Laws and Regulations]

Pharmaceuticals and Medical Devices Act; Antimonopoly Act; Act against Unjustifiable Premiums and Misleading Representations; Unfair Competition Prevention Act; and others

[Reference External Standards]

Fair Competition Rules; Standard for Appropriate Advertising of Pharmaceuticals; Code of Promotion; Code of Practice; and others.

[Reference internal regulations]

Code of Promotion; and others



14. Fair and proper transactions

— We compete fairly and freely in the market.

Fair and free market competition

In both Japan and internationally, private monopolizing and unfair trade, which impede fair and free competition in the market, is strictly prohibited by law. These laws aim to protect consumer interests through fair and free competition of companies and ensure the sound development of the economy.

In conducting business activities, we compete fairly and freely in the market in compliance with the local competition laws of each country.

1. We do not make arrangements with competitors to agree on bid prices or arrangements that affect the selling prices or selling terms of products. We refrain from participating in any organization or meeting that is suspected of having an intent to make such arrangements.
2. We do not impose restrictions on wholesalers, distributors, or any other business partners for the purpose of maintaining the resale price of our products, nor ask them to impose such restrictions on the transaction.
3. We do not solicit transactions by offering illegal or inappropriate gifts, entertainment, rebates, or any other similar favors to healthcare professionals, or employees or officers of business partners.
4. We do not unreasonably restrict the business activities conducted by the other party to whom we provide technology or with whom we conduct joint research and development beyond the scope of the legitimate purpose.

[Reference Laws and Regulations]

Antimonopoly Act; Act against Unjustifiable Premiums and Misleading Representations; Penal Code; National Public Service Act; National Public Service Ethics Code, Companies Act; and others

[Reference External Standards]

Guidelines for Distribution and Trading Practices under the Antimonopoly Act; Guidelines for Patents and Know-How License Agreements under the Antimonopoly

Act; Guidelines for Joint Research and Development under the Antimonopoly Act; the Japan Fair Trade Commission's "Guidelines for Administrative Directive"; Fair Competition Rules; and others



15. Engagement with public officials

— We do not give or receive bribes in violation of laws and regulations.

Prohibition of bribery

Bribes to public officials are prohibited and are strictly regulated in many countries.

We do not give, offer, or promise bribery (money, goods, entertainment, favor, and any other kind of benefit) to public officials, deemed public officials, or other persons who are subject to the charge of bribery under special laws (hereinafter collectively referred to as "public officials").

We do not provide, offer, or promise money or any other benefits to foreign public officials in violation of the local laws and regulations of the country and the Japanese Unfair Competition Prevention Act.

[Reference Laws and Regulations]

Penal Code (Giving and receiving bribery, Passing of bribes to a third party, and Influence peddling); Unfair Competition Prevention Act (Prohibition against the Provision of Wrongful Gains to Foreign Public Officials); National Public Service Ethics Act; National Public Service Ethics Code; National University Corporation Act; Act on the National Hospital Organization, Independent Administrative Agency; OECD

Convention on Combating Bribery of Foreign Public Officials in International Business Transactions; Federal Foreign Corrupt Practices Act (FCPA); and others

[Reference External Standards]

Guidelines for Preventing Bribery to Foreign Public Officials (Ministry of Economy, Trade and Industry, Jul. 30, 2015)

[Reference Internal Regulations]

Guidelines for Engagement with Foreign Government Officials; and NIPRO Bribery Prevention Guidelines



16. Outsourcing to healthcare professionals

- **When outsourcing certain work to healthcare professionals, we conclude a written contract with them and pay the appropriate amount of compensation.**

Appropriate and fair relationships with healthcare professionals

1. When we appoint healthcare professionals as consultants, advisors, advisory board members, or to any other similar position, we conclude a written contract with each of them to specify the details of the work to be entrusted, the compensation, the delivery of work results, and other conditions.
2. The compensation paid for the work performed by healthcare professionals, such as consultant fees and advisory fees, should be equivalent to fair market prices according to the work entrusted to them.



17. Donations

- **When donating to medical institutions, research institutes, academic organizations, or other similar organizations, we confirm that the donation is lawful. We offer money or items as a pure donation and do not request anything in return from the recipient.**

Donations to healthcare professionals and research institutes

1. Donations to medical institutions, research institutes, and academic organizations must aim to advance medicine, pharmacy, or other public interest. Even if money is given in the form of a donation, if the contributor demands a favor in return, such as inappropriate solicitation of a transaction, it is never acceptable because it violates the Fair Competition Rules.
2. If such inappropriate intent is suspected, we resolutely refuse the request for a donation to maintain an appropriate relationship.

[Reference Laws and Regulations]

Penal Code; and others

[Reference External Standards]

Fair Competition Rules; and others

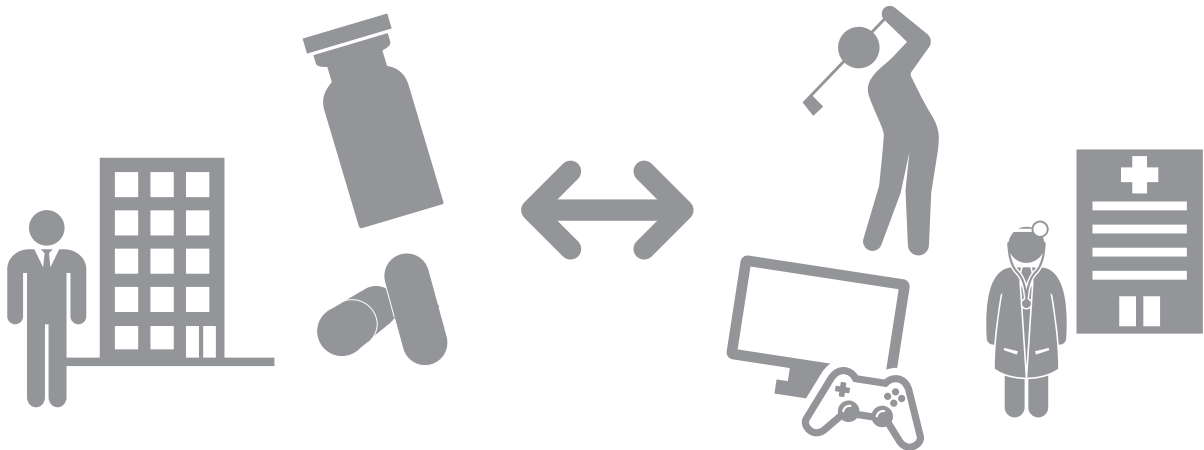


18. Avoidance of conflicts of interest and separation of private matters from business

- **We avoid situations where the interests of the Company and the personal interests of officers and employees may conflict. We do not pursue the interests of customers or business partners at the expense of the Company's interests or receive illegal or wrongful benefits from customers or business partners.**

Avoidance of conflicts of interest

1. If an officer or employee receives excessive personal entertainment or gifts from a supplier, contractor, or customer, they may be biased towards giving more favorable treatment to such business partner over other business partners.
2. Gifts or entertainment within a socially acceptable range may not be seen as illegal or inappropriate. However, conducting unfair transactions with business partners against the Company's interest may cause the officer or employee to be accused of embezzlement, breach of trust, conflict of interest transaction, aggravated breach of trust, or other crime.
3. Engaging in the business of another company or personal business competing with the Company's business may lead to unfair provision of profits to such competing business or hinder the proper performance of the Company's business.
4. We avoid acts that conflict with the Company's interests, receive benefits from business partners, or engage in the business of a competitor, being aware that it harms the Company's interests and may constitute a violation of the law.



19. Accuracy of accounting records

— We keep correct and accurate accounting books and records.

Appropriate bookkeeping and accounting records and compliance with laws and regulations

1. In corporate accounting, we keep accurate accounting books and records of the Company's transactions in accordance with generally accepted accounting principles and practices.
2. We establish and operate internal controls to ensure the reliability of securities reports and other disclosures.

[Reference Laws and Regulations]

Companies Act (Accounting books, Financial statements, Crime of an aggravated breach of trust by incorporators and officers, Crimes that put company property at risk, Illegal dividends, and others); Financial Instruments and Exchange Act; Corporate Accounting Principles; Rules for Consolidated Financial Statements; and others

[Reference Internal Regulations]

Accounting Regulations

[Reference External Standards]

Standards for Evaluation and Auditing of Internal Control Over Financial Reporting



20. Proper use of company assets

— We use the Company's money and assets only to perform our duties.

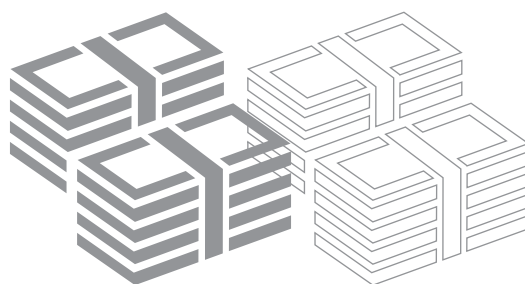
No unauthorized use of Company money, goods, or other property

1. We use Company money, goods, and other property only to perform the assigned duties and do not embezzle them or use them for private purposes or for a third party.

2. Employees do not make false expense claims or use their position or authority to benefit themselves or a third party wrongfully. We follow any internal rules and procedures established for the use of company assets.

[Reference Laws and Regulations]

Penal Code (Theft, Breach of trust, Embezzlement, Embezzlement on business); Companies Act (Crime of an aggravated breach of trust by incorporators and officers, crimes that put company property at risk); and others



21. Compliance with tax laws

— We comply with tax laws.

Compliance with tax laws

In our business activities, we always understand and comply with tax laws in Japan and overseas.

[Reference Laws and Regulations]

Constitution (Obligation to pay tax); General Act of National Taxes; National Tax Collection Act; Income Tax Act; Corporation Tax Act; Local Tax Act; Consumption Tax Act; Act on Special Measures concerning Taxation, Stamp Duty Act, Registration and License Tax Act; Customs Act; and others



22. Network systems and information management

- We properly manage and use internal and external network systems and do not illegally access these network systems or illegally create, share, leak, or tamper with electronic information.

Proper use of network systems and digital devices

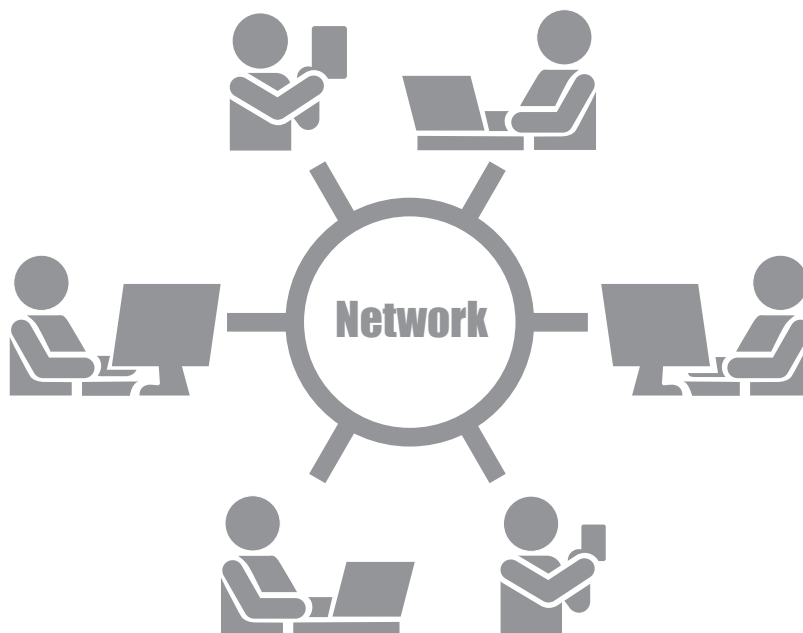
1. We use computers and other internal information processing systems appropriately and effectively, and do not use them for illegal purposes.
2. We properly manage electronic data and do not illegally acquire or reproduce such data. We also take measures to protect sensitive information from leakage, theft, destruction, viruses, and other damage.
3. If an employee suspects such damage, he/she reports it to the appropriate department and takes action in accordance with internal procedures.

[Reference Laws and Regulations]

Penal Code (Unauthorized creation of electronic or magnetic records, Obstruction of business by damaging a computer, Computer fraud); and others

[Reference Internal Regulations]

Information Security Policy Regulations



23. Handling of confidential information and respect for third party confidential information

— We strictly keep the confidentiality of information collected through our business activities and never disclose it to any unauthorized parties.

Strict confidentiality of information

1. Recognizing that the information possessed by the Company is critical property, we do not disclose, provide, or leak it carelessly.
2. Understanding that we have an obligation to keep confidential all confidential information of customers, shareholders, and other business partners, we do not disclose it to anyone other than those who need to know it for performing their duties.
3. Leakage or unauthorized disclosure of confidential information of a business partner may result in loss of trust from the business partner and society all at once, and may result in civil and/or criminal actions against us. With this understanding, we strictly follow applicable laws and the confidentiality agreement with the business partner when we acquire, use, manage, or otherwise handle their confidential information.
4. We create, store, use, dispose of, and handle business documents (including electromagnetic records) properly in accordance with laws and regulations and internal regulations.

[Reference Laws and Regulations]

Penal Code; Unfair Competition Prevention Act; Financial Instruments and Exchange Act; and others



24. Handling of personal information

— We properly handle and store the personal information we possess.

Proper handling of personal information

1. Employees strictly keep confidential and adequately handle all personal information maintained at the Company during their employment and after resignation in accordance with laws and regulations, internal regulations, and the Privacy Policy.
2. We adequately follow the personal information handling procedures stipulated by law, including proper acquisition, notification and publication of purpose of use, prohibition of use for unauthorized purposes, safety management measures, employee education, restrictions on disclosure to third parties, and response to disclosure requests.

[Reference Laws and Regulations]

Penal Code (Unlawful disclosure of confidential information by contractors); Pharmaceuticals and Medical Devices Act (Obligation of confidentiality of persons undergoing reexamination, The obligation of confidentiality of sponsors of clinical trials, and others); Unfair Competition Prevention Act (Wrongful acquisition, use or disclosure of trade secrets of other parties); Act on the Protection of Personal Information; METI Guidelines for Economic and Industrial Sector regarding the Act on the Protection of Personal Information; MHLW Guidelines for the Proper Handling of Personal Information in Employee Management; Ethical Guidelines for Life Science and Medical Research Involving Human Subjects (Ministry of Health, Labour and Welfare Ministry of Education); Considerations for Handling Health Information in Employee Personal Information Management (Ministry of Health, Labour and Welfare); Guidance for Proper Handling of Personal Information by Health Insurance Associations (Ministry of Health, Labour and Welfare); and others

[Reference Internal Regulations]

Personal Information Handling Regulations

25. Working environment

- **We maintain a favorable working environment, improve employees' health, comply with labor laws and regulations, and maintain a safe and hygienic workplaces.**

Conclusion and fulfillment of proper contracts and promotion of health and safety in the workplace

1. We conclude labor contracts that are adequate for the jobs to be performed to prevent the illegal dispatch of temporary staff or fictitious contracts.
2. We take necessary action to ensure that employees fully understand the terms of employment contracts.
3. We do not abuse our power, including disciplinary punishment, or give unfavorable treatment to employees unilaterally.
4. We do not treat part-timers or other non-regular employees unfairly or discriminatorily.
5. We comply with laws, regulations, and internal regulations related to health and safety. We thoroughly manage safety and health in the workplace under the basic policy of eliminating occupational accidents, preventing diseases, and maintaining and promoting employees' health.
6. We always consider the physical and mental health of employees. We prevent passive smoking at workplaces, in meeting rooms, in company cars, at employees' social gatherings, and on other occasions in accordance with the purposes of the Health Promotion Act.
7. We pay attention to the promotion of the physical and mental health of employees and create a favorable working environment, which we continually strive to improve.

[Reference Laws and Regulations]

Labor Standards Act; Labor Contract Act; Industrial Safety and Health Act; Act on Childcare Leave, Caregiver Leave, and Other Measures for the Welfare of Workers Caring for Children or Other Family Members; Act for Securing the Proper Operation of Worker Dispatching Undertakings and Improved Working Conditions for

Dispatched Workers; and others

[Reference Internal Regulations]

Childcare and Family Care Leave (Work) Regulations, and others



— **We guarantee workers' freedom of association and right to collective bargaining, and build and maintain a healthy labor-management environment.**

According to international norms and the local laws of each country, the unions and the management of the Company work together faithfully to build good relationships, improve the working environment and conditions, and maintain an organization where people have trust and motivation.

[Reference Laws and Regulations]

Constitution; Labor Union Act; Labor Contract Act; Labor Standards Act; and others

[Reference External Standards]

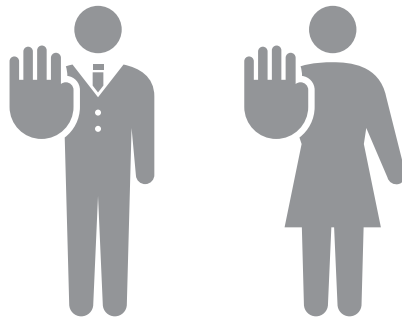
ILO Charter; standards; collective agreements; labor-management agreements; and others



— We conduct transparent, fair, and objective personnel management.

No favoritism

We conduct transparent and fair personnel management. We do not discriminate against people in hiring, performance evaluations, transfers, promotions, education, or other personnel affairs on the ground of their relationship with any officer, the person who manages personnel affairs, or any other employee of the Company.



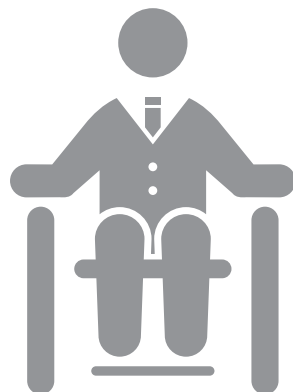
— We support people with disabilities.

Support for people with physical, mental, or intellectual disabilities

We promote the employment of persons with physical, mental, or intellectual disabilities.

[Reference Laws and Regulations]

Basic Act for Persons with Disabilities; Act on Employment Promotion etc. of Persons with Disabilities; and others



— We evaluate the performance of employees objectively and fairly and create a comfortable workplace environment.

Objective and fair evaluations and a comfortable working environment

1. We objectively and fairly evaluate the performance of individual employees.
2. We create an environment where people can demonstrate their fullest abilities in their work.
3. When accepting temporary employees dispatched by staffing agencies, we build appropriate employment relationships in accordance with applicable laws and regulations.
4. Upon leaving the Company, employees shall not inappropriately encourage others to leave the Company to harm the continuation of employment or solicit others to leave the Company and work with them.

[Reference Laws and Regulations]

Labor Standards Act; Act for Securing the Proper Operation of Worker Dispatching Undertakings and Improved Working Conditions for Dispatched Workers; Unfair Competition Prevention Act; and others

[Reference Internal Regulations]

Employees Regulations, Professional Qualification Regulations, and others



— We create a workplace free of harassment.

No inappropriate speech or behavior

Harassment hurts the personality and dignity of others, lowers the motivation of others, and impairs the workplace environment. We never tolerate harassment. We never support harassers.

Harassing speech and behavior may directly lead to crimes. A harasser may be subject to civil and criminal liability. Fully understanding this, we strive to eradicate harassment by complying with the following rules:

1. Never touch the body of another person, repeatedly stalk someone or force a sexual relationship. Never treat people unfavorably because they have refused or reported such harassing acts.
2. Never exploit your superior position to deny the other person's dignity by inappropriate speech or behavior, including violence, repeated reprimands or insults, or ignoring the other person.
3. Never harass or treat employees who take leave for childbirth, childcare, or family care unfavorably.
4. Even if speech or behavior are not direct insults or do not fall under any of the harassment referred to in Items 1. to 3. above, they constitute harassment as long as they were intended to annoy or impose mental pressure on the other person.

[Reference Laws and Regulations]

Labor Standards Act; Equal Employment Opportunity Act; Act on Childcare Leave, Caregiver Leave, and Other Measures for the Welfare of Workers Caring for Children or Other Family Members; Revised Act on Comprehensive Promotion of Labor Measures, and Stabilization of Employment of Employees, and Enrichment of Their Working Lives (Power Harassment Prevention Act); and others

[Reference External Standards]

Guidelines for Employee Management by Business Owners for Handling Problems Arising from Sexual Conduct at Workplace; and others

[Reference Internal Regulations]

Working Regulations; Harassment Policy; and others



26. Respect for human rights and fair and equitable treatment

— We respect the human rights, values, personalities, and character of people we engage with and do not discriminate against them unfairly.

No discriminatory treatment

1. People around the world are quite diverse, including in terms of race, nationality, ethnicity, gender, age, religion, creed and thought, social status, sexual orientation, educational background, occupation, disability, health conditions, and appearance. With solid awareness of our social responsibility to contribute to the health and life of diverse people worldwide through medicine, we never tolerate unfair discrimination, harassment, or bias. We do not treat workers unfairly and indiscriminately when hiring them or determining the working conditions.
2. We comply with international norms on human rights. We respect the values and personalities of each person, do not discriminate against them in any situation, and treat them equally as a person regardless of their position or role.
3. We never allow human trafficking and the resulting slave labor, forced labor to repay debts, debt labor with limited freedom to quit, inhumane prisoner forced labor under harsh conditions, or organ transplants or trafficking contrary to laws.

4. We do not use conflict minerals such as tantalum, tin, tungsten, or gold from the Democratic Republic of the Congo (DRC) and its neighboring countries in Africa because these minerals are the funding source for armed groups in these countries where there are the problems of severe forced labor and inhumane trade.
5. We also declare the policy referred to above to our partners in the supply chain and seek their understanding.

[Reference Laws and Regulations]

Constitution; Basic Act for Persons with Disabilities; Labor Standards Act; Equal Employment Opportunity Act; Act for Securing the Proper Operation of Worker Dispatching Undertakings and Improved Working Conditions for Dispatched Workers (Worker Dispatching Act); Equal Employment Opportunity Act for Men and Women; Act on Organ Transplantation; and others

[Reference External Standards]

Universal Declaration of Human Rights; International Covenants on Human Rights; UN Guiding Principles on Business and Human Rights; OECD Guidelines for Multinational Enterprises; ILO Tripartite Declaration of Principles concerning Multinational Enterprises and Social Policy; U.K. Modern Slavery Act; OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas; U.S. Dodd-Frank Act, EU Conflict Minerals Regulation; and others

[Reference Internal Regulations]

Working Regulations; Harassment Policy; and others

Respect for and securing children's rights

1. We respect every child as a human being with fundamental human rights, personalities, values, and character, regardless of race, nationality, ethnicity, gender, age, mental or physical disability, or birth background, and regardless of the social status, property ownership, criminal record, and any other status of their legal guardians. We never tolerate any discrimination or prejudice against children.

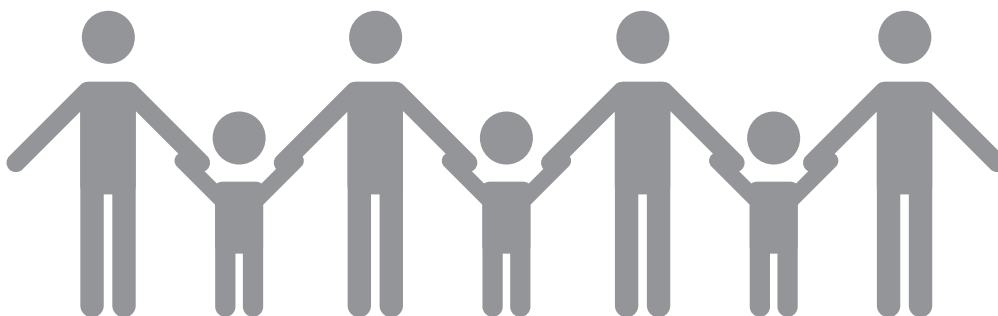
2. We give full consideration to children's rights to ensure that no child is arbitrarily or unlawfully interfered with in their private life, family, residence, or communications, or unlawfully attacked on their dignity or fame, whether mentally or physically, abused, neglected, or separated from their parents and that every child can express their will freely.
3. In any circumstances, children must not be subject to economic exploitation or sexual objectification or be forced to undertake labor or dangerous work against their will. Children must not be placed in confinement, be subject to or shown cruel, inhumane speech or behavior, or unjustly deprived of their freedom. We declare this policy to interested parties and business partners in our supply chain and work with them to eliminate the infringement of children's rights.
4. We give full consideration to the support necessary for the medical care, education, and life of children so that all children can live with peace of mind and grow up healthily and dream of a bright future for themselves.

[Reference Laws and Regulations]

Constitution; Act on the Prevention, etc. of Child Abuse; Child Welfare Act; Act on Regulation and Punishment of Acts Relating to Child Prostitution and Child Pornography, and the Protection of Children; Act on Advancement of Comprehensive Service Related to Education, Child Care, etc. of Preschool Children; Labor Standards Act; and others

[Reference External Standards]

Convention on the Rights of the Child; Geneva Declaration on The Rights of the Child; Children's Charter; Convention on the Rights of the Child; Declaration on the Rights of the Child; International Covenant on Human Rights; and others

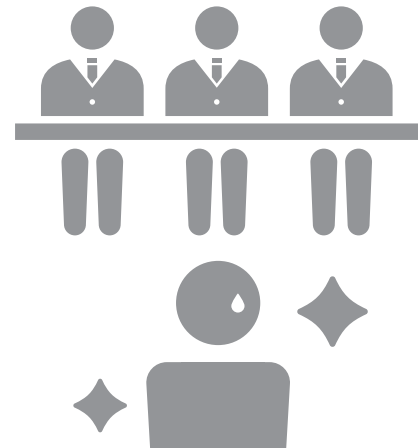


No improper recruitment activities

1. When we use a recruiter who is not an employee of the Company, we use an authorized recruiting agency and pay the appropriate range of compensation permitted by law.
2. Such third-party recruiters must not receive money under any name from job applicants or prospective new hires when offering jobs on behalf of the Company. We do not use such third-party recruiters.
3. When we decide on a new hire or accept a transferred employee, we never receive or demand payment or deposit of money under any name from job applicants or prospective employees.

[Reference Laws and Regulations]

Employment Security Act; Act for Securing the Proper Operation of Worker Dispatching Undertakings and Improved Working Conditions for Dispatched Workers; Labor Standards Act; and others



27. Self-restraint and prohibition of improper acts in private life

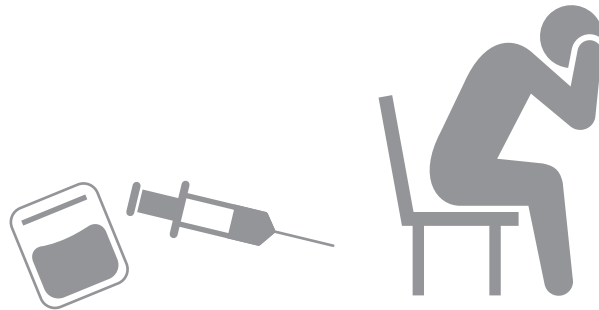
- In our private life, we do not conduct acts that annoy other people or harm our physical and mental health.

No use of illegal drugs

We never possess, provide, receive, use, import, export, manufacture, or otherwise handle stimulants, unregulated dangerous drugs, or any other illegal drugs.

[Reference Laws and Regulations]

Narcotics and Psychotropics Control Act; Cannabis Control Act; Stimulants Control Act; Road Traffic Act; and others



No drunk driving

1. Fully recognizing that drunk driving can cause death or injury, we never drink and drive, even in small quantities, under any circumstances. We also never encourage drivers to drink alcohol and never ride a car knowing that the driver is drunk.

If an employee is arrested for drunk driving or involved in a car accident resulting in injury or property damage, he/she should promptly report it to the Company.

2. We observe traffic rules when driving, including not using a mobile phone while driving, fastening seat belts, no illegal parking, no speeding, no driving in a fatigued condition, and no dangerous driving.

3. Knowing our driving skills, we drive safely and smoothly, follow the traffic rules, and give consideration to other cars and pedestrians.



No criminal acts, misdemeanors, or violation of ordinances, laws, or regulations

1. The following acts are not permissible for any reason: assault, extortion, intimidation, theft, embezzlement, fraud, vandalism, stalking, domestic violence, abuse, abandonment, holding an unauthorized secondary job, groping, camera or video voyeurism, immoderate gambling, excessive drinking, having sensitive conversations in public, telling confidential or undisclosed material information to family members, leaking company confidential information on social media, and the like.
2. If an employee is arrested or punished or may be punished by the police or any other judicial agency for any of the acts above, and if such disposition affects their work at the Company, the employee must promptly report the incident to the Company and follow its instructions.



28. Handling of whistleblowing and grievances

- **When we find any violation or suspected violation of laws and regulations, we promptly report it to the Company.**

The Company responds appropriately to reports of misconduct and never treats a reporting person unfavorably because of such whistleblowing.

Proper handling of internal reports and no unfavorable treatment of whistleblowers

1. If an employee finds or receives a report from a subordinate about any violation or suspected violation of laws and regulations, the employee must not conceal or neglect it but promptly report it to the Company to receive

instructions and take action accordingly.

2. Upon receipt of any inquiry, consultation, or internal report, the Company responds promptly and appropriately, paying attention to the privacy of the parties concerned and handling the information.
3. We never treat employees unfavorably because of their reporting or consultation under any circumstances.

[Reference Laws and Regulations]

Whistleblower Protection Act; Labor Standards Act; and others

[Reference External Standards]

Guidelines for Private Enterprises Regarding the Development and Operation of Internal Reporting Systems Based on the Whistleblower Protection Act (Consumer Affairs Agency)

[Reference Internal Regulations]

Management Risk Management Regulations; Whistleblowing Handling Regulations; and Grievance Consultation Office Management Rules



29. Criterial for compliance with the Articles of Incorporation, internal regulations, and external charters and guidelines

— We comply with internal regulations.

Compliance with the Articles of Incorporation, internal regulations, and other rules

We comply with the Articles of Incorporation, internal regulations and rules, handling standards, and other procedures established through proper internal procedures.

— We also respect external charters and guidelines.

Criteria for complying with external charters and guidelines

We comply with the Japan Business Federation Charter of Corporate Behavior, and charters, guidelines, standards, and other rules established by other trade organizations with which the Company has direct or indirect relationships, including the Japan Federation of Medical Devices Associations, the Medical Technology Association of Japan (MTJAPAN), the Federation of Pharmaceutical Manufacturers' Associations of JAPAN, and the Japan Pharmaceutical Manufacturers Association.



30. Compliance with international rules and local laws and regulations and contribution to local communities

— We comply with international rules and the laws and regulations of each country and respect local cultures and customs in our overseas business activities.

Compliance with international rules and respect for local cultures and customs

In conducting international business with a global view, we must not only be familiar with and comply with domestic laws and regulations but also understand international treaties, local laws and regulations, and legal systems based on local

cultures and customs, and pay attention to ethical values.

In our industry, international unification of pharmaceutical laws and regulations has been promoted. At the same time, competition laws are strictly applied, and sanctions (penalties) against infringement of the legal interests of other businesses and individuals are often more severe than we think. Under these circumstances, we fully understand and realize that we must steer our business management rooted in each region and comply with applicable local rules.



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NIPRO Code of Practice Handbook
NIPRO Compliance Action Guidelines Table of Contents
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