

# NOF Group Anti-Bribery Policy

## Outline

NOF Basic CSR Policy states that each and every officer and employee will act with the highest standards of corporate ethics. Having established its own Code of Ethical Conduct, each company of the NOF Group complies with laws, regulations and other rules. We have established this NOF Group Anti-Bribery Policy to push our efforts for compliance forward. This policy applies to officers and employees of the NOF Group.

## Declaration

The NOF Group shall not pursue profits through illicit means in any situation but comply with Anti-Bribery Laws and Regulations of all countries and regions where it operates.

05 28, 2021

NOF CORPORATION

President and Chief Executive Officer Takeo Miyaji

## Policy

### Matters for Compliance on Anti-Bribery

#### 1. Compliance with Anti-Bribery Laws and Regulations

Officers and employees of the NOF Group will comply with this policy and Anti-Bribery Laws and Regulations of all countries and regions where it operates.

#### 2. Development of Internal Rules and Organizational Structure

The NOF Group will create and maintain an organizational structure that prevents Bribery, which includes fair operation of the Compliance Committees and whistleblowing system and the establishment of internal rules and manuals.

#### 3. Education

The NOF Group will educate its officers and employees appropriately to further raise their awareness of compliance.

#### 4. Audits

The NOF Group will conduct audits regularly or irregularly to confirm that its anti-Bribery system is actually working.

#### 5. Regular Review and Improvement

Based on the results of the audits, the NOF Group will evaluate its anti-Bribery system regularly and make improvements as necessary.

## **6. Recording and Management**

To maintain its anti-Bribery system, the NOF Group will make a record of all transactions accurately and appropriately and manage it in accordance with appropriate internal control procedures.

## **7. Measures Against Non-compliance**

If any officer or employee of the NOF Group has breached or is suspected of having breached this policy, the NOF Group will take measures swiftly to thoroughly comply with Anti-Bribery Laws and Regulations and to minimize the expansion of the breach, while cooperating with the relevant authorities on their investigations.

## **8. Disciplinary Action**

If any officer or employee of the NOF Group has offered bribes or has been involved in bribe offering in breach of this policy, the NOF Group will take disciplinary action against the office or employee in accordance with the rules of employment and other rules of the relevant company of the NOF Group.

## **Definitions**

(1) “Anti-Bribery Laws and Regulations” refer to Japan’s Unfair Competition Prevention Act and National Public Service Ethics Act, the U.S. Foreign Corrupt Practices Act, the U.K. Bribery Act 2010 and other relevant laws and regulations in all countries and regions where each company of the NOF Group operates.

(2) “Bribery” refers to 1) providing or offering money or other benefits or promising to provide money or other benefits, whether directly or indirectly, to Public Officials, etc. with the aim of inducing them to take or not take a certain action related to their duties or to use their position to have other Public Officials take or not take a certain action related to their duties for the purpose of obtaining illicit commercial benefits and 2) accepting, demanding or promising to accept money or other benefits in return for a certain action related to one’s own duties for the purpose of securing benefits for one’s own or a third party.

(3) “Public Officials, etc.” refer to the persons below:

- 1) Persons engaged in public service of national or local governments of their own or a foreign country (“Governments”);
- 2) Persons engaged in the administration of government-affiliated organizations of Governments;
- 3) Persons engaged in the administration of their own or foreign country’s public corporations;
- 4) Persons engaged in public service of international public organizations
- 5) Persons to whom a Government has delegated its authority
- 6) Political parties or a staff member thereof
- 7) Candidates for public office

(4) “Officers and employees” refer to all officers and workers with an effective job contract directly or indirectly with a company of the NOF Group, which include employees and fixed-term employees of the NOF Group and temporary workers dispatched by staffing agencies.