

THE MUTOH GROUP CODE OF CONDUCT

MUTOH HOLDINGS CO., LTD.

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Preface

The MUTOH Group Code of Conduct stipulates the behavioral criteria that all officers and other employees in our company, subsidiary companies, and other affiliated companies (hereafter referred to as the “MUTOH Group”) shall practice with an ethical sense of values while complying with current laws and regulations.

The MUTOH Group clearly classifies its roles in management control and business execution. Then, through mutual cooperation based on the following management philosophies and basic policies, the MUTOH Group shall make its maximum efforts to improve its business value and to secure efficient management and growth opportunities for the whole Group.

Management Philosophies

In accordance with the Group basic policies upheld below, we shall comply with social ethics and the laws and regulations in Japan and overseas. We shall also commit ourselves to our corporate activities based on common sense, to the improvements of the Group’s business values, to the permanent maintenance and expansion of the MUTOH brands, and to the healthy development of the companies.

Basic Policies

[Innovation]

The MUTOH Group shall rapidly respond to the fast-changing market environments and to always innovate for the improvement and expansion of the MUTOH brand value.

[Challenge]

In the MUTOH Group, each group company shall focus on business in its respective fields of proficiency. The Group shall also aim at improving the business values and at maximizing the synergistic effects among all Group companies. Each one shall continue to challenges new things.

[Contributions]

The MUTOH Group shall contribute to society through appropriate corporate activities, actively participate in social contribution activities as a strong corporate citizen, and dedicate itself to social development.

Specific Rules

(Respect for human rights/prohibition of discrimination)

(1) We shall avoid irrational discrimination and harassment against people based on their birth, race, ethnicity, beliefs, religion, gender, age, physical/mental disabilities, academic background, or other matters.

(2) We shall avoid resorting to violence, yelling, defamation, libel, or threat to force people to work. We shall also avoid bullying and other such actions that may violate human rights.

(3) We shall make our decisions regarding employment, transfer, and advancement based on fair and equitable criteria free from discrimination.

(Sexual harassment)

We shall avoid carrying out any sexual actions and saying any sexual words that may make people uncomfortable. We shall also avoid carrying out any action and avoid saying any word or words that might be misinterpreted as a sexual action or reference. Furthermore, we shall take thorough measures to prevent and ban such actions and words.

(Privacy protection)

Except for valid purposes, we shall avoid using personal information and other confidential information that we have come to know while conducting our business regarding our employees and also persons outside the companies. We shall also strictly manage such information in compliance with laws and regulations to prevent any information of this kind from being disclosed and leaked without permission.

(Neutrality regarding political and religious activities)

We shall maintain our workplace neutrality regarding political and religious activities.

(Safety and health)

We shall comply with the Labor Standards Law, secure our workplace safety and health, and make efforts to maintain our workplace and work environments in ways that will make them efficient, healthful, and pleasant in which to carry out our responsibilities.

(Disclosure of information for the public interest)

We shall establish a window for information disclosure for the public interest and thoroughly ensure compliance in the companies.

(Compliance with our work rules)

(1) We shall avoid carrying out any prohibited matters stipulated in the work rules and avoid any unfair or insincere actions contrary to work rules.

(2) We shall review the work rules, company regulations, and other internal rules while considering our actual business situations and other matters to make sure they have appropriate contents.

(3) We shall dedicate ourselves to our work and shall make efforts to improve our corporate value.

(Compliance with the laws/appropriate business operations)

(1) We shall comply with the laws and regulations, shall have a basic social common sense and a sense of justice, and shall always make efforts to carry out actions with good common sense so that we do not participate in illegal or antisocial acts.

(2) We shall obtain social confidence by carrying out appropriate business activities and make efforts to improve our corporate and brand images. Moreover, we shall always make efforts to develop and provide socially useful products and services capable of responding to consumers' needs.

(Appropriate transactions)

(1) When we select our business partners among plural vendors, we shall decide the most appropriate ones by fairly comparing and evaluating

their qualities, prices, due dates, technology development capacities, stable supplies, and other conditions.

(2) We shall comply with contracts between our business partners and others, and we shall also carry out appropriate explanations and reports according to needs.

(3) We shall maintain sincere, modest, and healthy relations with business partners and others. When we receive or offer gifts or business entertainment, we shall avoid deviating from the boundaries of healthy commercial customs and social common sense.

(4) We shall avoid bribing public officials and others and refrain from actions that may be regarded as payoffs to receive business-related unfair profits. Moreover, we shall establish healthy and transparent relations with politicians and public administration authorities.

(Compliance with the Antimonopoly Act, Subcontract Act, and other laws)

(1) Under all circumstances we shall avoid carrying out actions that may result in violating the Antimonopoly Act, and we shall fairly and freely compete with other corporations in the markets. In particular, we shall pay full attention to avoid carrying out unfair business activities such as cartels, bid riggings, resale price maintenance, transactions with unfair restraining conditions, abuse of superior positions, dumping goods, misleading representations, and cross-selling.

(2) When business partners are subcontractors, we shall conclude the contracts and transactions with a full understanding of the Subcontracting Act while paying attention to avoid unfairly persuading them to lower prices, declining to receive their products/services, returning their products, late payments, or similar.

(3) We shall comply with other laws and regulations related to products and services.

(Fair advertisements)

When we carry out promotional and advertising activities, we shall avoid using any expression that defames and libels others, and we shall avoid using any words that may result in social discrimination. Moreover, we shall avoid exaggerated advertisements that may be contrary to facts.

(Disconnecting relationships with antisocial groups)

(1) We shall firmly respond to antisocial groups and shall avoid having any relationship with them.

(2) Moreover, when we receive an unfair demand from an antisocial force, we shall firmly deal with it and shall avoid trying to solve the problem by giving out money or something similar.

(3) We shall avoid using antisocial forces to obtain profits for our companies. We shall avoid carrying out any transaction with an antisocial force or with a business partner that has a relationship with an antisocial force.

(Environmental conservation/protection)

When we research, develop, manufacture, sell, dispose, and conduct other activities regarding our products, we shall fully recognize the importance of environmental protection. We shall create environmental-friendly products and actively participate in environmental protection activities.

(Social contribution activities)

We shall actively carry out social contribution activities, such as cultural and art assistance and cooperate with activities of this kind in local communities.

(Contributions to the international society)

We shall maintain global viewpoints and comply with international rules and local laws. And by centering on our overseas offices, we shall manage our companies while respecting local customs and cultures, and we shall contribute to regional development.

(Assets protection)

(1) We shall recognize that company assets need to be efficiently utilized and kept in conditions in which they can be used at all times. We

shall appropriately care for these assets, tangible or intangible, to prevent them from being damaged, stolen, or otherwise suffering loss.

(2) The companies' intellectual property rights shall be our important company assets. We shall appropriately use them and shall make efforts to conserve the rights. Regarding inventions resulting from manufacturing and development activities, we shall promptly apply for their patents and shall make other efforts to preserve the companies' intellectual property rights.

(3) We shall use business partners and others' intellectual property rights after concluding appropriate contracts and shall avoid unfairly using them. In particular, when using others' software and technologies, we shall comply with their terms of use stipulated in the contracts, and we shall avoid carrying out such actions as unauthorized copying that may violate others' intellectual property rights.

(Appropriate management of corporate secrets)

(1) We shall strictly manage our corporate secrets and those of other companies, avoid leaking them to outsiders, and avoid using them for purposes other than our own business purposes.

(2) When disclosing a company's confidential information to outsiders, we shall conclude confidentiality agreements and shall make other preparations to prevent any unexpected leakage of this information.

(3) We shall not steal other companies' corporate secrets and shall avoid using such secrets for purposes other than those designated by the other companies.

(Appropriate information management)

(1) Regarding documents that we create during our business operations, we shall correctly make them based on facts, and we shall appropriately manage them.

(2) We shall maintain our system to save and manage information so as to appropriately and efficiently use and operate company assets.

(Management information disclosure)

(1) To our shareholders, investors, and others, we shall precisely disclose our management information such as financial contents and business activity conditions at appropriate times and in appropriate ways. We shall also clearly communicate our company management philosophies and policies and sincerely accept opinions and criticisms regarding these matters.

(2) In writing entries into our accounting books, we shall correctly record them according to all related laws and regulations and internal regulations. We shall avoid describing false or fictional matters and building off-balance-sheet assets.

(3) When we learn undisclosed internal information about our companies, associated companies, or business partners based on our business positions and business executions, we shall avoid buying or selling those companies' shares and corporate bonds until the information is officially released. Moreover, we shall avoid unfairly using such information and leaking it to outsiders.

(Unfair or illegal competition prevention)

(1) We shall avoid obtaining and using other companies' trade secrets through unfair or illegal means, such as theft, for whatever reasons.

(2) We shall avoid obtaining and using other companies' trade secrets while knowing that they were obtained, or could have been obtained, through unfair or illegal means.

(Prohibition of competitive work/adverse profits)

We shall avoid participating in business operations and transactions that may result in producing conflicts of interest with our companies. We shall also avoid participating in such activities that may damage our companies' credibility and honor and that may cause losses to our companies.

(Product safety)

(1) In all the processes of developing our products, such as manufacturing, storing, exporting, and repairing, and, where applicable,

products we purchase and import from our suppliers and other manufacturers, we shall always pay attention to the issues of safety. We shall also fully understand the laws and safety criteria regarding product safety, and we shall comply with these matters and constantly aim at higher safety.

(2) We shall prevent accidents and trouble from occurring or reoccurring by maintaining product quality, by inspections to secure safety, and by maintaining and correcting the quality inspection system as needed through cooperation among the respective operational departments. When we obtain information regarding product safety, we shall immediately confirm it. Moreover, when a problem affecting safety is discovered, we shall promptly contact its related department(s) and appropriately and quickly respond to prevent the difficulties and damages or their possibility from spreading.

(Security export control)

(1) We shall avoid exporting arms, weapons, and related technologies that may result in hindering the continuity of international peace and security.

(2) When importing and exporting our products or those of others', technologies, services, and similar, we shall carry out appropriate export and import customs procedures according to the Foreign Exchange and Foreign Trade Law and as prescribed by other related laws and regulations.

Established on 21, 2007