

Compliance Handbook

maxell

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1. Message

Observing Corporate Ethics

For our Group to remain as an ongoing concern, it is essential that we are not only fully aware of our social responsibilities, but also that we maintain strong bonds of trust with all our stakeholders and society as a whole. To achieve this, every company in the Group must be united in promoting and strengthening compliance management.

The specific social responsibilities that companies should carry out include:

- **Ethical responsibilities**

As a business, maintain transparency in transactions; respect human life and dignity; and be honest, fair, and sincere in business activities

- **Legal responsibilities**

As a corporation, observe laws and regulations, such as the commercial code

- **Social-contribution responsibilities**

Contribute to local communities, etc.

- **Economic responsibilities**

Carry out management that pursues an appropriate level of profit, secures employment for its workers, and is efficient

Message

Going forward, we ask that you all carry out your day-to-day work duties while staying constantly aware of the importance of our Basics and Ethics.

2. Codes of Conduct

We established the Maxell Group Codes of Conduct as the basis for the values, ideas and conduct to be shared within the Maxell Group, will enforce them thoroughly under the leadership of top management, and by doing so, will develop business activities based on corporate ethics and legal compliance in accordance with Basics and Ethics.

These Codes of Conduct apply to all members of the board, officers and employees of the Maxell Group.

Fundamental philosophy

The fundamental philosophy of the Maxell Group is, inheriting the founding spirit of "harmony and cooperation", "working with heart and soul", and "being of service to society", to maintain the pride as members of Maxell Group and to contribute to society through the development of outstanding and unique technologies and products, under the corporate creed of "harmony and cooperation, working with heart and soul, and contributing to society".

At the same time, we acknowledge our responsibility as a member of society and will ensure that our conduct is fair and transparent. As a good corporate citizen, we also intend to contribute to the creation of a truly rich society by working in harmony with the environment and by engaging in corporate citizenship activities.

Chapter 1. Realization of a sustainable society

1. We develop and provide products and services that are useful and safe for society through our original innovative technologies and creativity to realize sustainable economic growth and the resolution of social issues.
2. We provide products and services that meet the needs of business partners and society while ensuring quality and safety.

Chapter 2. Honest and fair business activities

1. We comply with laws and company rules in Japan and overseas, and act honestly and fairly with high ethical standards.
2. We strive to ensure fair and free competition by complying with competition law in Japan and overseas, and other basic rules regarding business transactions.
3. We build fair and equal partnerships with business partners and strive to maintain and improve mutual understanding and trust.
4. We do not engage in bribery with any third party, including business partners and public officials.
5. We do not engage in any activities that conflict or may conflict with the interests of the company.
6. We implement appropriate export controls for the maintenance of international peace and security.

Chapter 3. Respect for human rights

1. We respect the rights of all people involved in the Maxell Group's business activities and do not infringe upon them.
2. We implement human rights due diligence appropriately.
3. We prevent the occurrence of human rights violations, and if any do occur, we strive to correct them promptly.
4. We promote diversity and inclusion for the realization of a society where diverse individuality is respected and everybody can play an active role.

Chapter 4. Enhancement of workplace environments

1. We create workplace environments based on the idea that we will prioritize protecting safety and health in everything.
2. We strive to create workplaces where each and every employee can work with a sense of job satisfaction and promote the realization of diverse work styles and work-life balance.
3. We respect the individuality and independence of employees and support their career formation, the development of abilities and skill improvements.

Chapter 5. Initiatives for environmental problems

1. We aim for the achievement of a decarbonized society and a recycling-based society through the pursuit of innovation to contribute to the realization of a sustainable society where everybody can live with peace of mind.
2. We promote initiatives for the reduction of environmental risks.
3. We promote initiatives for the conservation of biodiversity and the sustainable use of natural resources.

Chapter 6. Relationship with society

1. We recognize that a company is a member of society and collaborate with a wide range of stakeholders to contribute to the development of society.
2. We disclose corporate information in a timely and appropriate manner and build relationships of trust through two-way communication with a wide range of stakeholders.
3. We never engage in anti-social transactions with anti-social forces either in Japan or overseas.
4. We build healthy and normal relationships with political and government administration and maintain transparency.

Chapter 7. Information management

1. We manage and handle personal information appropriately.
2. We manage and handle confidential information of the company and third parties appropriately in accordance with its importance.
3. We comply with insider trading regulations.
4. We take appropriate security measures to prevent the leakage of information and respond to incidents such as cyberattacks.

Chapter 8. Management, protection and use of corporate assets

1. We use all assets of the company only for the execution of business and proper purposes, manage them appropriately and do not impair their value.
2. We position the Maxell brand as an important management resource and strive to maintain and enhance its value.
3. We create intellectual property positively, protect it appropriately and strive for its effective use. In addition, we survey the intellectual property rights of other parties in advance, take measures if there is any doubt and respect the intellectual property of other parties.

Thorough implementation of the Codes of Conduct

1. Top management recognize that the realization of the Codes of Conduct is their role, and work to build and disseminate effective governance in management. At the same time, we encourage the supply chain to act based on the spirit of these Codes of Conduct. In addition, if a situation occurs that violates these Codes of Conduct, top management will fulfill its responsibilities by taking the initiative in resolving the problem, investigating the cause, preventing reoccurrence, etc.
2. If an officer or employee discovers an act that violates or may violate these Codes of Conduct, they must report and consult with their supervisor, the relevant department or the Compliance Reporting System, our internal whistleblowing system, right away. Furthermore, the company will not treat anybody disadvantageously for the reason that they reported or consulted.
3. If an officer or employee violates these Codes of Conduct, they will be subject to disciplinary action based on related laws and regulations, work rules, etc.

(History)

Established: September 27, 2010

Revised: October 1, 2017

Revised: October 1, 2021

Revised: October 1, 2024

3. Compliance Reporting System



I have no idea about the Hotline system, which I need to use.
I feel scared of whistleblowing because I might be
retaliated by my boss...

→We will answer such kinds of questions.

① Whistle-blowing (Hotline) system in the Maxell group

According to the “basics and principles”, to respect the compliance and the Maxell Group Codes of Conduct is the origin of any kinds of corporate activities. Maxell has always installed a contact window that receives reports and consultations from employees based on their own sense of justice individually regarding any acts against the Maxell Group Codes of Conduct and broadly, any kinds of violated acts against laws and regulations, social ethics and public interest and has provided the whistle-blowing system to all employees for purpose of finding out troubles at the earliest, taking appropriate corrective measures such as preventive measures toward misconducts and earlier solving measures for any troubles.

In fact, “the Maxell Compliance Reporting System” as a direct reporting window toward Maxell, Ltd. located in Japan was already installed in 2014 so that

employees who work mainly out of Japan could use the system any time easily.

In addition to that, since each entity that is located globally has its own reporting system that has been developed its customization exclusively and locally, those who work in global entities can use both “the Maxell Compliance Reporting System” and “the Internal Reporting System in the entity”.

The whistle-blowing is the system to improve inappropriate practices or manners in the workplaces that would definitely violate laws and the Maxell Group Codes of Conduct, or might be subject to problematic acts in a daily business. In general, it is important that each individual employee reexamines business practices and common sense in the workplace and solves actual troubles or matters that would be questionable or should be corrective, working with higher-ups and coworkers together in the form of report, conference, and talk. However, at the realistic scenes, there are difficult situations that make you impossible to report to your boss for the reasons of such cases as, “My boss doesn’t listen to me at all even though I consult with him/her many times.” Or “My supervisor him/herself commits some illegal or wrong acts.”

Hence, not relying on the self-corrective function on the ladder that encourage a corporate itself to solve

its internal misconduct voluntarily, the company provides “the Internal Reporting System in the entity”, as it is called the whistle-blowing (Hotline) system for each entity, which serves as a contact window for the employees working outside Japan would like to report or talk to someone else. In case that it is difficult to solve a problem despite the use of “the Internal Reporting System in the entity”, then the company provides “the Maxell Compliance Reporting System” that is used as a contact window for all entities of Maxell Group overall.

② Purpose of Whistle-blowing (Hotline) system

In the past or at present, corporate misconduct cases involving critical incidents and scandals have been revealed in public and many of those companies that had done their businesses deviating substantially from laws and social standards in the best interests of the company bear onuses socially at the end. Also, there are some cases that the procrastination of response results in extensive damages for the company. Thus, early identification of incidents and affairs is very crucial for any companies. As it is said that “the case is happening at the scene”, the significance of the whistleblowing helps the management to find out what happens in the office rapidly.

③ **Protection of whistleblowers**

Depending on the contents of the report, a certain level of investigation toward concerning parties and people would be required. The legislation on whistleblowing puts an obligation of care on informers in order to protect the anonymity of whistleblowers. In addition, the rules and regulations of the company specify an article of punishment for people who treat informers unfairly, prohibiting people from deploying the informer to another section and downgrading his/her performance appraisal. Thus, whistleblowers will never suffer detrimental treatment due to the fact of whistleblowing.

④ **Obligation of whistleblowing**

On the other hand, the company requires all employees to take an action toward improvement and correction if you find out illegal acts against laws and the Maxell Group Codes of Conduct in your workplace for the sake of Maxell brand.

When reporting, informers are required faithful information based on objective reasons, not merely relying on your own speculation. Reports on personal interest related to payroll and labor

conditions, complaints about treatment of HR, troubles of human relationships, and other dishonest purposes of such as personal malice and abuse will be prohibited as whistleblowing.

⑤ Examples of reporting incidents and cases

The Maxell Compliance Reporting System accepts the following reports with regard to serious acts, which mean fraud and breach of laws that critically impact on the company. Regarding cases other than those above which could be handled within each entity located globally in general, an informer should use “the Internal Reporting System in the entity” first. When reporting, you are encouraged to inform a matter that you face together with objective and specific reasons as much as possible.

Classified incidents	Specific cases
Inappropriate transactions	Unfair terms and conditions, Hyperbole, Misstatement, Bribery, Excess entertainment, Suppression, Relationship with antisocial groups
Social discrimination	Discriminations based on the fact that has nothing to with the quality of an individual, such as gender, religion, nationality, place to live, and so on. Infringement to Basic Act for Persons with Disabilities
Misuse and abuse of	Leakage and misuse of classified information including own company, group companies, dealing companies,

Compliance Reporting System

Classified incidents	Specific cases
information	and individual customers
Inappropriate accounting, detriment to company assets	Manipulation of books, financial reports, and examination reports, Falsification of invoices and receipts, Diversion without permission or wrong use of tangible/intangible assets
Unequal relationship with business partners	Abuse of dominant bargaining position, Breach of subcontract act, pursuit of personal interest
Unfair relationship with competitors	Cartel, Collusion at bidding, Infringement of competitor's intellectual property
Safety and environment	Any act that threatens safety and environment in/around business partners, clients, and communities
Environment in workplace	Harassment
Other breach	Any kinds of affairs against laws and the Maxell Group Codes of Conduct, any kinds of acts that deteriorate Maxell brand

Compliance Reporting System

Guidance for Maxell Compliance Reporting System in the new web site

For replacement of conventional Intra-system, now you will be able to log in from your own PC or Smartphone to use the Maxell Compliance Reporting System (for those who work in global entity out of Japan only)

Access such System from the URL or 2D code printed on Compliance Card separately distributed by your PC or Smartphone and input the given codes below for corporate ID and password respectively. In addition to the above, you are able to access such System from the following URL.

<https://ml.helpline.jp/mhdreport/>

The Corporate ID and password can be confirmed from the Compliance Division of your company through the intranet, email, bulletin board, or others (each company may have a different confirmation method). Also, the password may be changed under certain circumstances, and your company's Compliance Division will inform you through the intranet, email, bulletin board, or others if the password is changed.

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