

M3 Group Basic Policy on Preventing Corruption and Bribery

1. Basic Approach

M3 Group (which refers to the Company and its affiliates, etc.¹, as defined in the “Code of Conduct” stated below; the same shall apply hereinafter) has declared in the “M3 Group Code of Conduct” (hereinafter referred to as “Code of Conduct”), which is a code of conduct to be observed by each and every director, officer and employee of M3 Group, that it will comply with all applicable antitrust, competition and fair trade laws and regulations (“3.3 Fair Competition”) and that it will prohibit the improper giving and receiving of money, goods, entertainment and other benefits, including those to government officials (“3.10 Gifts and Entertainment”). This Policy clarifies M3 Group's approach to preventing corruption and bribery as set forth in the Code of Conduct and applies to all directors, officers and employees of M3 Group.

2. M3 Group's Basic Policy on Preventing Corruption and Bribery

As a basic policy, M3 Group prohibits the following acts of corruption and bribery:

- Bribery to government officials or public officials, regardless of whether it takes place in Japan or overseas;
- To give or receive anything that is advantageous to the receiving party and not limited to money (entertainment and gifts, political donations, donations, sponsorship, job placement, kickbacks, etc.) in any form for the purpose of acquiring an illicit gain; and
- Facilitation payments (small payments to foreign public officials, etc. for the purpose of facilitating procedures for non-discretionary, standardized administrative services).

In addition, M3 Group will act appropriately to ensure that it does not violate any laws and regulations, etc. in countries or regions where the provision of benefits, etc. to directors, officers and employees of private companies is regulated by such laws and regulations, etc.

3. Systems and Initiatives for Preventing Corruption and Bribery

Based on the above basic policy, M3 Group has established and is implementing the following systems and initiatives.

- Obtaining Approval and Keeping Records

When providing benefits such as entertainment and gifts, M3 Group will do so after going through the necessary procedures based on the rules stipulated in regulations, etc. and shall keep accurate records of all transactions. In addition, M3 Group will periodically check the records of entertainment expenses after the fact from the perspective of preventing corruption and bribery.

- Donations and Sponsorships

Donations and sponsorships will be made in a way that does not involve corruption or bribery. In addition, approval by the Board of Directors of M3, Inc. is required for donations of a certain amount or more, regardless of the nature of the donation.

- Political Donations

M3 Group maintains a position of political neutrality and does not support any particular political party or politician in any way. In addition, M3 Group will not make political donations with the aim of promoting a position or policy that is favorable to M3 Group.

¹ It refers to (1) M3, Inc. (2) any company in which M3, Inc. directly or indirectly holds a majority of the outstanding voting shares or equity interests and (3) any other company that the Board of Directors of M3, Inc. decides to include in the scope of the Code of Conduct as appropriate.

- Reporting System

M3 Group has established and is operating an internal reporting system that allows employees to report any violations of laws and regulations, including corruption and bribery, violations of the company's Articles of Incorporation, rules and other regulations and any other acts that are considered to be or may be a compliance issue. This internal reporting system allows for anonymous reporting and is designed so that there will be no disadvantages to the reporting party. M3 Group's approach to the operation of the hotline system is stipulated in the “**M3 Group Basic Policy on Hotline System.**”

4. Compliance with Laws and Regulations and Business Ethics

M3 Group will comply with all applicable laws and regulations in each country and region where it conducts business activities, both in Japan and overseas, and will conduct its business activities with integrity and ethics.

In addition, under the commitment of the Board of Directors and the Management Committee, M3 Group will continue to promote initiatives to put business ethics into practice.