



TOSOH SMD, INC.

TOSOH

Tosoh SMD, Inc. (the “Company” or “we”) has adopted this Supplier Code of Conduct to establish standards to ensure that working conditions in Tosoh SMD’s supply chain are safe, workers are treated with respect and dignity, and Suppliers’ business operations are environmentally responsible and conducted ethically. This Code of Conduct is modeled after the Responsible Business Alliance code of conduct. We expect our supply chain to observe and implement this Code of Conduct. We also expect our Suppliers to implement this Code of Conduct, or a substantially similar set of standards and requirements, with their contractors (including raw material and component part suppliers).

TOSOH SMD, INC.’S SUPPLIER CODE OF CONDUCT

LABOR

As our supplier, you must uphold the human rights of workers and treat them with dignity and respect as understood by the international community. This applies to all workers including temporary, migrant, student, contract, direct employees, and any other type of worker. In particular, Supplier and Supplier’s contractors are expected to adhere to the following standards and requirements.

Freely Chosen Employment -- Forced, bonded or indentured labor, involuntary or exploitative prison labor, or trafficking of persons will not be used. This includes transporting, harboring, recruiting, transferring or receiving vulnerable persons by means of threat, force, coercion, abduction or fraud for the purpose of exploitation. All work must be on a voluntary basis, and workers must be free to leave upon reasonable notice. You may not require your workers to hand over government-issued identification, passports or work permits as a condition of employment. You may not require workers to pay you or your agents recruitment fees for their employment.

No Child Labor – You may not under any circumstance use child labor. The guiding principles for child labor will be per the local laws and regulations. Therefore, the term “child” will refer to any person under the age of 15, or under the age for completing compulsory education, or under the minimum age for employment, in the locality/country, whichever is greatest. In addition, you will not use workers under the age of 18 to perform work that is likely to jeopardize their health or safety. We do support legitimate workplace apprenticeship programs, provided those programs strictly comply with applicable laws and regulations.

Working Hours -- Studies of business practices clearly link worker strain to reduced productivity, increased turnover and increased injury and illness. Working hours are not to exceed the maximum set by local law. Further, a workweek should not be more than 60 hours per week, including overtime, except in emergency or unusual situations. Workers must be allowed at least one day off for every seven-day week.

Wages and Benefits – You must pay your workers in accordance with all applicable wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits. You must also pay workers for overtime at pay rates greater than regular hourly rates, in accordance with applicable laws. You will not make deductions from wages as a disciplinary measure. You will also provide your workers with pay stub or similar documentation to inform them of the basis on which they are being paid. You will pay wages and benefits in accordance with applicable law to all temporary, dispatch and outsourced labor.

Humane Treatment – You will have in place clearly defined disciplinary policies and procedures for your workers and will timely communicate those policies and procedures to them. There is to be no



harsh and inhumane treatment, including any sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse of workers. Nor can there be any threat of any such treatment.

Non-Discrimination – You must be committed to maintain a work environment that is free of harassment and unlawful discrimination. You will not engage in discrimination based on race, color, age, gender, sexual orientation, gender identity and expression, ethnicity or national origin, disability, pregnancy, religion, political affiliation, union membership, covered veteran status, protected genetic information or marital status in your hiring or employment (including wages, promotions, rewards, and access to training) practices. In addition, workers and candidates for jobs are not to be subjected to medical tests or physical exams that could be used in a discriminatory way.

Freedom of Association -- Open communication and direct engagement between workers and management are the most effective ways to resolve workplace and compensation issues. Workers shall be able to communicate openly with management without fear of reprisal, intimidation or harassment. You are to respect the rights of workers to associate freely, join or not join labor unions, seek representation, and join workers' councils in accordance with local laws.

Student & Dispatch Workers in PRC Facilities – Supplier facilities located in the People's Republic of China must additionally observe certain requirements when using student workers or dispatch workers. Student workers are students at an educational institution who seek work to complement their pursued educational degree. Dispatch workers are workers placed at the supplier facility through a labor agency or similar organizations and the workers do not have a direct labor contract with the supplier.

In addition to observing the above principles with regard to student and dispatch workers, you will ensure that student workers do not work more than eight hours per day or 40 hours per week, and will pay student workers at least at the same rate as other workers performing similar tasks.

With respect to dispatch workers, you will comply with applicable legal requirements, including but not limited to the Labor Contract Law of the People's Republic of China. In particular you will use dispatch workers only in circumstances permitted by such Labor Contract Law and will pay the dispatch workers at least at the same rate as your own workers performing similar tasks.

HEALTH AND SAFETY

In addition to minimizing incidents of work-related injury and illness, a safe and healthy work environment enhances the quality of products and services, consistency of production and worker retention and morale. Supplier needs to recognize that ongoing worker input and education is essential to identifying and solving health and safety issues in the workplace.

Occupational Safety - Worker exposure to safety hazards (e.g., chemical, electrical and other energy sources, fire, vehicles, and fall hazards) are to be identified, assessed and controlled through proper design, engineering and administrative controls, preventative maintenance and safe work procedures (including lockout/tag out), and ongoing safety training. Where hazards cannot be adequately controlled by these means, workers are to be provided with appropriate, well-maintained, personal protective equipment and educational materials about risks associated with these hazards. You will encourage workers to raise safety concerns. You must also take reasonable steps to remove pregnant women/nursing mothers from working condition with high hazards, remove or reduce any workplace health and safety risks to pregnant women and nursing mothers including those associated with their work assignments, as well as provide reasonable accommodations for nursing mothers.



Emergency Preparedness – You must identify and assess potential emergency situations and events, and must seek to minimize their impact by implementing emergency plans and response procedures including: emergency reporting, worker notification and evacuation procedures, worker training and drills, appropriate fire detection and suppression equipment, unobstructed and adequate exit facilities and recovery plans. Those plans and procedures will focus on minimizing harm to life, the environment and property.

Occupational Injury and Illness – Supplier will have in place procedures and systems to prevent, manage, track and report occupational injury and illness including provisions to: encourage worker reporting; classify and record injury and illness cases; provide necessary medical treatment; investigate cases and implement corrective actions to eliminate their causes; and facilitate return of workers to work.

Industrial Hygiene – Supplier must identify, evaluate and control worker exposure to chemical, biological and physical agents. Potential hazards are to be eliminated or controlled through proper design, engineering and administrative controls. When hazards cannot be adequately controlled by such means, workers must be provided with appropriate, well maintained, personal protective equipment. Protective programs will include educational materials about the risks associated with these hazards.

Physically Demanding Work – Supplier must identify, evaluate and control worker exposure to the hazards of physically demanding tasks, including manual material handling and heavy or repetitive lifting, prolonged standing and highly repetitive or forceful assembly tasks.

Machine Safeguarding – Supplier must evaluate production and other machinery for safety hazards. Physical guards, interlocks and barriers are to be provided and properly maintained where machinery presents an injury hazard to workers.

Sanitation, Food and Housing -- Supplier must provide workers with ready access to clean toilet facilities, potable water and sanitary food preparation, storage, and eating facilities. Worker dormitories provided by Supplier or a labor agent are to be clean and safe, and provided with appropriate emergency egress, hot water for bathing and showering, adequate lighting, heat and ventilation, reasonable personal space including individually secured accommodations for storing personal and valuable items, along with reasonable entry and exit privileges.

Health and Safety Communication – Supplier will provide workers with appropriate workplace health and safety information and training in a language the worker can understand for all identified workplace hazards that workers are exposed to, including but not limited to mechanical, electrical, chemical, fire, and physical hazards.. Health and safety related information shall be clearly posted in the facility or placed in a location identifiable and accessible by workers. Training must be provided to all workers prior to the beginning of work and regularly thereafter. Workers shall be encouraged to raise safety concerns.

ENVIRONMENTAL

Environmental responsibility is integral to producing world class products. In manufacturing operations, adverse effects on the community, environment and natural resources must be minimized while safeguarding the health and safety of the public.

Environmental Permits and Reporting - All required environmental permits (e.g. discharge monitoring), approvals and registrations must be obtained, maintained and kept current and their operational and reporting requirements are to be followed.



Pollution Prevention and Resource Reduction - Emissions and discharges of pollutants and generation of waste must be minimized or eliminated at the source or by practices such as adding pollution control equipment; modifying production, maintenance and facility processes; or by other means. The use of natural resources, including water, fossil fuels, minerals and virgin forest products, must be conserved or by practices such as modifying production, maintenance and facility processes, materials substitution, re-use, conservation, recycling or other means.

Hazardous Substances - Chemicals and other materials posing a hazard to humans or the environment are to be identified, labelled and managed to ensure their safe handling, movement, storage, use, recycling or reuse and disposal.

Solid Waste – Supplier must implement a systematic approach to identify, manage, reduce, and responsibly dispose of solid waste or recycle non-hazardous solid waste.

Air Emissions - Air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting chemicals and combustion by-products generated from operations are to be characterized, routinely monitored, controlled and treated as required prior to discharge. Supplier shall conduct routine monitoring of the performance of its air emission control systems.

Materials Restrictions – Supplier shall adhere to all applicable laws, regulations and Tosoh SMD requirements regarding prohibition or restriction of specific substances in products and manufacturing, including labeling for recycling and disposal.

Water Management – Supplier must have in place a water management program that documents, characterizes, and monitors water sources, use and discharge; seeks opportunities to conserve water; and controls channels of contamination. All wastewater is to be characterized, monitored, controlled, and treated as required prior to discharge or disposal. Supplier shall conduct routine monitoring of the performance of its wastewater treatment and containment systems to ensure optimal performance and regulatory compliance..

Energy Consumption and Greenhouse Gas Emissions - Energy consumption and relevant scopes 1 and 2 greenhouse gas emissions are to be tracked and documented by Supplier. Supplier is to look for cost-effective methods to improve energy efficiency and to minimize its energy consumption and greenhouse gas emissions.

ETHICS

To meet social responsibilities and to achieve success in the marketplace, Supplier is to uphold the highest standards of ethics

Business Integrity -- The highest standards of integrity are to be upheld in all business interactions. Supplier must have a zero tolerance policy to prohibit any and all forms of bribery, corruption, extortion and embezzlement.

No Bribery – You will not, and will ensure that your agents and contractors will not, engage in any activity that constitutes or could be viewed to constitute bribery, kickback or payoff. You will, and will ensure that your agents and contractors will, comply with all applicable laws concerning bribery, kickbacks and payoffs, including but not limited to the U.S. Foreign Corrupt Practices Act and Travel Act, the U.K. Bribery Act and the People's Republic of China's Anti Unfair Competition Law and criminal law (to the extent any one or more of such laws apply).



TOSOH SMD, INC.

The foregoing requirement prohibits the making of any payment or giving of anything of value, directly or indirectly, to any government official (including any employee or representative of any government or state-owned enterprise) or to any official of an international organization, to influence his, her or its decision, or to gain any other advantage for any person, in connection with your relationship with Tosoh SMD.

The foregoing requirement also prohibits the making of any payment or giving of anything of value to any Tosoh SMD employee or to any other private party to influence his, her or Tosoh SMD's decision, or to gain any other advantage, in connection with your relationship with Tosoh SMD.

Subject to the requirements of applicable law, if you wish to provide Tosoh SMD employees with gifts or personal favors, the item must be of token or nominal value, and must be provided with the understanding that the employee may not give any preferential treatment in return. Also subject to the requirements of applicable law, meals and entertainment provided to Tosoh SMD employees must have a legitimate business purpose and must be reasonable.

Monitoring and enforcement procedures shall be implemented to ensure compliance with anti-corruption and anti-bribery laws.

Disclosure of Information -- All business dealings must be transparently performed and accurately reflected on Supplier's business books and records. Information regarding Supplier's labor, health and safety, environmental practices, business activities, structure, financial situation and performance is to be disclosed in accordance with applicable regulations and prevailing industry practices. Falsification of records or misrepresentation of conditions or practices in the supply chain are unacceptable.

Intellectual Property -- Intellectual property rights are to be respected; transfer of technology and know-how is to be done in a manner that protects intellectual property rights. Tosoh SMD's intellectual property and confidential information are to be safeguarded in accordance with requirements contained in signed non-disclosure agreement and if there is no such signed agreement, good industry practices.

Fair Business, Advertising and Competition -- Standards of fair business, advertising and competition are to be upheld.

Protection of Identity and Non-Retaliation -- Programs that ensure the confidentiality, anonymity and protection of Supplier's contractors and workers who are whistleblowers (those who raise improper conduct by worker or officer of Supplier or by government representative) are to be maintained, unless prohibited by law. You will have in place a communicated process for workers to be able to raise any concerns without fear of retaliation.

Responsible Sourcing of Minerals - Supplier must have a policy to reasonably assure that the tantalum, tin, tungsten or gold in Supplier's products does not directly or indirectly finance or benefit armed groups that are perpetrators of serious human rights abuses in the Democratic Republic of the Congo or an adjoining country. Supplier must exercise due diligence on the source and chain of custody of these minerals and make your due diligence measures available to Tosoh SMD upon customer request. See also Tosoh SMD's Conflict Free Minerals Declaration at <https://www.tosohsmd.com/our-products/conflict-minerals>.

Privacy – Supplier must protect the reasonable privacy expectations of personal information of everyone Supplier does business with, including contractors, customers, consumers and employees. Supplier must comply with privacy and information security laws and regulatory requirements when personal information is collected, stored, processed, transmitted, and shared.



MANAGEMENT SYSTEMS

Supplier must have in place a management system to ensure: (a) compliance with applicable laws, regulations and Tosoh SMD's requirements related to Supplier's operations and products; (b) conformance with this Code of Conduct; and (c) identification and mitigation of operational risks related to this Code of Conduct. It should also facilitate continual improvement.

The management system should contain the following elements:

Company Commitment -- A corporate social and environmental responsibility policy statement affirming Supplier's commitment to compliance and continual improvement, endorsed by executive management and posted in the facility in the local language.

Management Accountability and Responsibility – Identification of Supplier's senior executives and representatives responsible for ensuring implementation of the management system. Senior executives are to review the status of the management system on a regular basis.

Legal and Customer Requirements -- A process to identify, monitor and understand applicable laws, regulations and Tosoh SMD requirements, including the requirements of this Code of Conduct.

Risk Assessment and Risk Management -- A process to identify the legal compliance, environmental, health and safety and labor practice and ethics risks associated with Supplier's operations. The process must include the determination of the relative significance for each risk and implementation of appropriate procedural and physical controls to control the identified risks and ensure regulatory compliance.

Training - Programs for training managers and workers to implement Supplier's policies, procedures and improvement objectives and to meet applicable legal and regulatory requirements.

Communication - A process for communicating clear and accurate information about Supplier's policies, practices, expectations and performance to workers, suppliers and customers.

Worker Feedback, Participation and Grievance – An ongoing process, including an effective grievance mechanism, to assess workers' understanding of the practices and conditions covered by this Code of Conduct, to obtain feedback on these practices and conditions and to receive notices of violation of these practices and conditions.

Audits and Assessments - Periodic self-evaluations to ensure conformity to legal and regulatory requirements, the content of this Code of Conduct and Tosoh SMD's contractual requirements related to social and environmental responsibility.

Corrective Action Process - A process for timely correction of deficiencies identified by internal or external assessments, inspections, investigations and reviews

Documentation and Records - Creation and maintenance of documents and records to ensure regulatory compliance and conformity to Supplier's requirements along with appropriate confidentiality to protect privacy

Supplier Responsibility -- A process to communicate these Code of Conduct requirements to Supplier's contractors and to monitor contractors' compliance to this Code of Conduct