

# ANTI-CORRUPTION POLICY

## STATEMENT OF POLICY

Epson Singapore Pte Ltd (ESP) and Epson Sales Companies (ESCs) (together the “Company” or “Epson”) are committed to operating our businesses as a responsible and trustworthy company, with a zero-tolerance attitude towards corruption.

This Anti-Corruption Policy (the “Policy”) aims at providing all Epson employees with a framework of principles to comply with in all our business operations and a set of prohibited conducts because they may qualify as corruption or influence peddling. It explains our individual responsibility to comply with anti-bribery and anti-corruption laws around the world and to ensure that any third parties that we engage to act on our behalf, do the same.

The penalties for violating these laws can be severe, both for the Company and for the individuals involved, including significant corporate and individual fines, and imprisonment.

This Policy sets forth the Company’s minimum compliance standards with respect to interactions with third parties. It does not as it cannot address every situation and it is not a substitute for exercising good judgement and common sense about what is right. You must follow the spirit of the Policy, not just the letter.

Any violation of this Policy may result in disciplinary action, up to and including dismissal in appropriate circumstances. It is therefore extremely important that you familiarise yourself with this Policy and strictly adhere to it. If you have any questions, please consult your immediate superiors or the Legal Department.

### **I. Scope of Policy**

The principles and obligations outlined in this Policy apply to all employees of the Company and its contractors (which include agents, consultants, outsourced personnel and other representatives). As such, each of us is responsible for adhering to these standards in our business interactions, and we must ensure that all Company contractors retained by us understand that they are responsible for complying with this Policy when acting on behalf of the Company.

### **II. Definition of corruption**

Corruption is regarded under criminal law as:-

- (a) the unlawful offering or promise to offer (active corruption); or
- (b) the unlawful request or acceptance (passive corruption),

directly or indirectly, of any offer, promise, gift, or advantage of any kind to:-

- (i) carry out or abstain from carrying out an act of one’s function, duty or mandate; or
- (ii) abuse one’s real or supposed influence with a view to obtaining distinctions, employments, contracts or any other favourable decision.

Corruption, as defined in the present policy, includes bribes, kickbacks, influence peddling, extortion, facilitation payments and the laundering of such practices.

### III. Conducts required or prohibited

To guide our actions as we conduct our business, the standards set out below are to be followed:

#### **General:-**

In no event may an employee for him/ herself or on behalf of a third-party, or a third-party on behalf of the employee:

- give, promise to give or offer a payment, a cash donation, a commission, a present, a trip, an invitation or any other form of gratification, with the expectation or hope to receive an undue advantage or as a reward for an undue advantage already obtained;
- accept or solicit a payment, a cash donation, a commission, a present, a trip, an invitation or any other form of gratification from a third party known to be or suspected of expecting an undue advantage therefrom;
- make a facilitation payment in any form whatsoever, to a public service representative, an agent or an intermediary, to facilitate or expedite a routine procedure.

If an employee finds him/herself in an exceptional situation where, out of fear for his/her life, health or freedom, there is no other option than to yield to an attempted extortion, he/she should take the steps as deemed necessary under the circumstance to protect him/herself. In any event, the employee must report any attempt at corruption or influence peddling as soon as possible to his/her immediate superiors, who are then in charge of coordinating the appropriate response to the incident.

#### **Gifts and Hospitality:-**

The act of exchanging business gifts and receiving corporate hospitality can play an appropriate role in building or maintaining business relationships. However, inappropriate offering or acceptance of a present or invitation, particularly with the intention of influencing the outcome of a business transaction or obtaining an undue advantage in return therefor, is prohibited.

Accepting gifts, discounts, favours, or services from a current or potential customer, competitor, supplier, or service provider is prohibited if that benefit has the potential to influence a person's business decision. Functions like sales and procurement must take extra care.

Gifts are only permitted if they are:

- reasonable;
- infrequent;
- unsolicited;
- not cash or a cash equivalent; and
- not given with an intent to influence a business decision.

You must not accept or offer entertainment or hospitality unless the activity:

- permits business or educational discussions at the meal or event (a Company representative must be in attendance at the meal or event);
- is part of a genuine business relationship;
- is not intended and could not be perceived by others to improperly influence business decisions;
- is consistent with industry practices, all applicable laws and our Company policies and procedures;
- is not excessive in value or quantity, as defined by local procedural documents; and
- would not embarrass our Company if it was brought to public attention.

Where local law or divisional internal policies require more stringent processes/ controls, then such more stringent processes/ controls must be followed.

**Dealings with public officials:-**

No employee of Epson shall use either his/her own or the Company funds, resources or facilities to make any payment or contribution to incentivise any public official who can directly or indirectly decide whether to transact with us or influence any decision that would benefit Epson.

In addition to the other principles set forth in this Policy, you must:

- not make political contributions to political parties or organisations or election candidates;
- not offer or assist to procure any employment offer to the children or relatives of public officials, whether with Epson or with other organisations;
- be cautious when dealing with public officials who can influence decisions that could benefit business, and can be susceptible to bribery;
- ensure that all interactions with political and public officials are conducted in a manner that adheres to this Policy and comply with all relevant laws;
- seek the approval of the Managing Director before engaging a current or former politician, or public official to act as agent or consultant for Epson.

**Third parties engagement:-**

The Company could be held responsible for the actions of a third party (e.g. distributor, agent, contractor, supplier, joint venture partner) acting on its behalf. As such, care must be taken to ensure that those third parties do not engage or attempt to engage in any form of corruption.

You shall:

- ensure that any new third parties (or third parties whose contracts are being renewed) who provide services for or on behalf of the Company contractually agree to abide by the principles set out in this Policy;
- undertake sufficient due diligence in relation to any new third party's engagement to ensure that there is no corruption. This may include a search of the database on anti-bribery and sanctions lists and checking for relationships with public officials. The results of the due diligence process shall be appropriately documented;
- repeat due diligence every year for ongoing third party relationships or those which have not previously been checked.

**Charitable contributions:-**

Epson supports social enterprises and the communities in which we operate. Any charitable contributions and sponsorship made with the Company funds or resources must be appropriate and genuine.

Charitable contributions may only be given to recognised non-profit charitable organisations. All donations must be:

- transparent and properly recorded in our books and records; and
- be compliant with local law, regulations or the internal policies of the Company.

Donations must not:

- be made to individuals or in cash;
- be made at the request of a public official as an inducement to or reward for acting improperly; or
- be made as a reward for obtaining or retaining an advantage for or influencing a decision favourable to Epson or any other improper purposes.

**IV. Red flags**

There are a number of issues which should cause us to do some further investigation into whether a particular transaction or relationship may present a potential corruption risk.

You must be alert when there is:

- suggestion that an amount of money is needed to “seal the deal”, “get the business” etc, or that they can circumvent “red tape” or “expedite” normal business processes;
- request for an unusual up-front payment or performance-related bonus or commission;
- request for payment in cash or in another country (not connected to the services being provided) or through unusual or convoluted means, such as to an off-shore numbered account;
- prevalence of bribery in the country that has a nexus with the particular transaction or relationship (third party is located in such country or the transaction involves such country) according to the Corruption Perception Index (CPI) as evaluated annually by Transparency International;
- undefined or unreported payment to third parties made on the Company’s behalf;
- no written agreement that supports the requested payment(s);
- sign of unusually close relationships with public officials; or
- a refusal to certify compliance with this Policy.

If you should come across a potential issue of the kind listed above, you should (i) consider whether further investigation and due diligence of your counterparty is necessary; and/or (ii) escalate the matter to your immediate superior(s) and/or the Legal Division.

**V. Reporting a concern**

You are expected to report any breaches or potential breaches of this Policy, even if the breach does not relate directly to you. The Company prohibits any form of retaliation or discrimination against anyone for raising or helping to address a genuine business conduct concern.

Should you have any question or concerns about this Policy or any other unethical behaviour, discuss them in the first instance with your superior(s). If you feel uncomfortable discussing with your superior(s), you should report your concern through Epson Speak UP! Platform at [www.EpsonSpeakUP.ethicspoint.com](http://www.EpsonSpeakUP.ethicspoint.com).