

Acting with Integrity

Code of Conduct



AGC

Your Dreams, Our Challenge



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Introduction

What Integrity Means to Us

The legacy of the AGC Group is about more than the high-quality products we make for customers around the world. It's about more than the trust we have gained over our century-long history. It's about more than our continued pursuit of ingenuity, diversification, and global growth. Our legacy is about doing all those things and more, with an ethical foundation. We know a stable moral outlook allows us to fulfill our responsibilities, exceed expectations, and establish consumer loyalty.

The AGC Group Code of Conduct reflects the Shared Values found in the AGC Group Vision **“Look Beyond.”** Integrity is one of those Shared Values. The Code defines requirements for all AGC Group companies and their employees to ensure we do business with integrity according to applicable laws, rules, regulations, company policies, and business ethics. The four Shared Values—Innovation & Operational Excellence, Diversity, Environment, and Integrity—help us achieve the AGC Group Vision, while **the AGC Group Code of Conduct sets forth the Company's expectations for each of us to demonstrate integrity in our daily actions.**



Who Must Follow the Code?

The AGC Group Code of Conduct applies to all of us, from our board of directors to each of our colleagues worldwide. It sets expectations for the exercise of good judgment and ethical behavior to ensure we live our AGC values in our day-to-day roles. We know the AGC Group's reputation is in the hands of everyone who represents us—so we work together to build on the trust that defines our success.

We hope the Code will help everyone understand expectations so we can continue to build on the confidence of our communities and partners.

It's important to incorporate compliance with the Code into your day-to-day activities. Follow the Code, and whenever you are unsure or have questions, ask management or any other Compliance Resource identified on page 5. Speak up if you have any concerns, especially if you notice a possible violation or unethical conduct. Throughout the Code, you will find guidelines and scenarios to help you make the right choices. Remember always to use your good judgment.



The Compliance Organization

Who is the Chief Compliance Officer?

The AGC Group Chief Compliance Officer (CCO) reports to the AGC Group CEO and is responsible for overseeing and managing compliance policies that follow applicable laws and regulations.

What are the Compliance Committees?

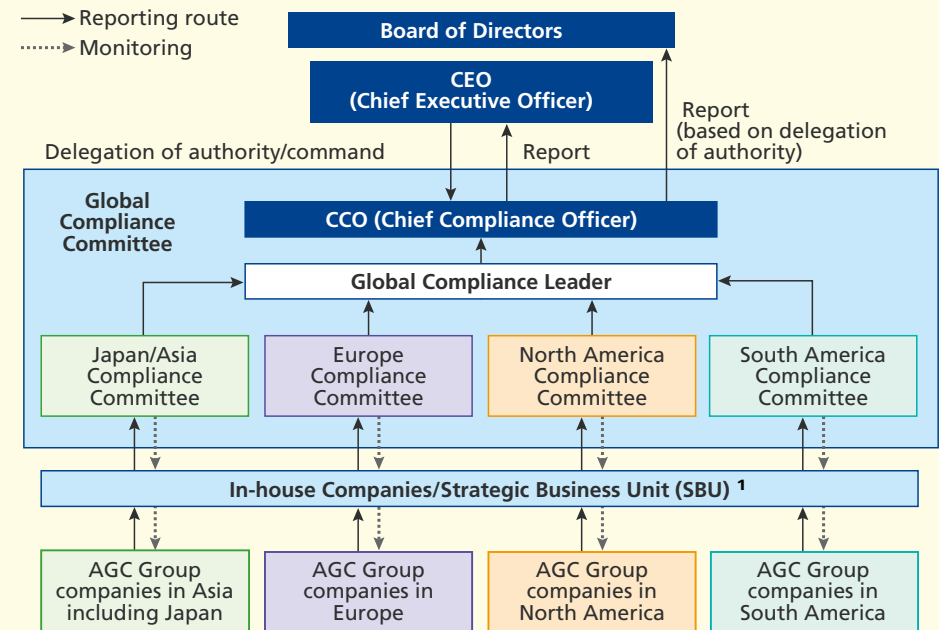
The Compliance Committees develop programs that make and enforce compliance policies at every level and region of the AGC Group. Regional compliance officers and committees operate in Japan/Asia, Europe, North America, and South America to ensure we achieve compliance in each location.

The Global Compliance Committee considers global compliance-related policies and measures to ensure the AGC Group follows compliance according to international laws and regulations. The committee includes the CCO, the Global Compliance Leader, and the Regional Compliance Officers from the Japan/Asia, Europe, North America, and South America Compliance Committees. They periodically report on group-wide policies and compliance measures to the AGC Board of Directors.

Who are the Local Compliance Managers?

In some countries, AGC has also appointed Local Compliance Managers. They oversee complaints concerning the AGC Group Code of Conduct and report to the Regional Compliance Officers.

Global Compliance Organization



¹ SBU is a counter for Strategic Business Units.

In Case of an Actual or Potential Violation

Take action

If you have any questions or concerns about compliance or want to report an actual or suspected compliance violation, use your regional compliance helplines or contact management. You may also use any of the following Compliance Resources: your Compliance Officer, your Human Resources representative (particularly in the case of employee/employment-related matters), your company legal counsel (in the case of legal issues), your Local Compliance Manager, or the AGC Global External Helpline.

Remember, you are not alone. We have processes, guidance, and procedures to help you follow this Code, company policies, and applicable legal requirements. You can provide your identity when making a report or submit a report anonymously. By asking questions and reporting concerns, you are doing the right thing by helping our Company stop and prevent misconduct.

Cooperate with investigations

The AGC Group investigates all reports fairly and thoroughly. Whether you wish to remain anonymous or identify yourself in your report, the AGC Group will respect your choices and conduct its investigation accordingly to the extent reasonably and legally practical. All employees are requested to cooperate fully with Company investigations into potential violations.

Retaliation is prohibited

The AGC Group strictly forbids acts of retaliation against any person who reports a possible or actual violation in good faith, or who participates or assists with an investigation. This policy means that you will not be punished or subjected to an adverse employment

action by the Company for helping to enforce this Code. Acting in good faith means that you come forward with a report you believe to be true. However, intentionally making a false report or submitting false information may result in disciplinary action, up to and including termination.



1 If you notice something suspicious, take the following actions



2 Refer to this Code of Conduct booklet



3 Report immediately any suspected violation

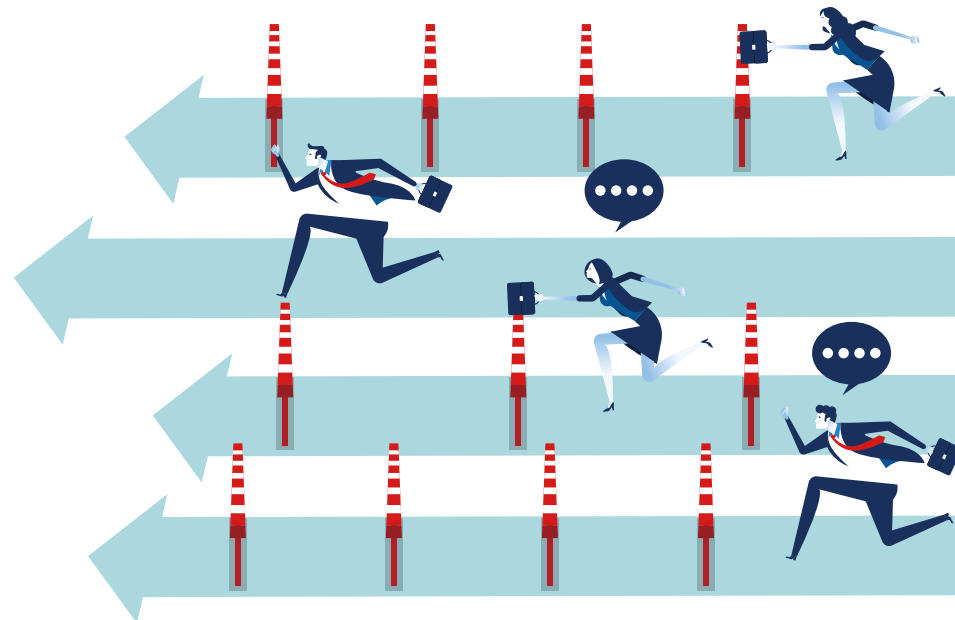


We are fair and honest in our business

1.1 Fair Competition and Antitrust

Play by the rules

We believe in an ethical, lawful marketplace where strong values and business resourcefulness determine success. Antitrust laws are in place to protect and maintain a fair, open, and honest marketplace—consistent with our beliefs at AGC. It is our responsibility to understand how antitrust laws apply to our job and follow them at all times. Along with our own Global Antitrust Guidelines, employees must observe and follow all antitrust laws everywhere in the world.



Learn more

Employees must maintain independence of judgment and action in designing, producing, pricing, and selling our products and services and must avoid even the appearance of conspiring or making an agreement with a competitor. It is illegal to enter into formal or informal agreements with competitors that may prevent, restrict, or distort trade. These agreements include, but are not limited to, arrangements to fix prices, rig bids, or divide or allocate markets, territories, or customers.

Stop the conversation if a competitor tries to discuss any of these topics. Then, immediately report the incident to your supervisor or Legal Department. Remember that a simple discussion or exchange of information with a competitor—even one with no clear agreement—could lead to a violation of Antitrust laws.

Any contact with competitors must be for a legitimate purpose and approved in advance by management or the Legal Department. After contact, you must take extra care to prepare and maintain accurate records of all activities and discussions.

Consequences

Antitrust law enforcement and sanctions are becoming stricter around the world. Penalties and consequences for violating antitrust laws are severe and may include high fines for the Company, imprisonment for individuals, and private lawsuits to recover substantial damages. In addition to legal repercussions, an antitrust violation would result in a serious loss of reputation for the AGC Group.

Keep in mind

Antitrust and relevant laws also prohibit:

- Improper market monopolization.
- Entering into formal or informal agreements or understandings with suppliers or customers that would restrict competition.
- Improperly tying products.
- Imposing fixed or minimum resale prices.
- Boycotting specific customers or suppliers.
- Making false or deceptive comments regarding competitors.



Employees who have to deal with antitrust issues in their work must understand the basic principles of antitrust law and the importance of compliance. Therefore, these employees must attend Antitrust training organized within the Company to ensure a good understanding of the applicable laws and rules. In case a situation raises questions or poses a potential risk, employees must seek help and advice.

The AGC Antitrust Guidelines provide further guidance and details regarding the expected appropriate behavior to be adopted by each employee to avoid Antitrust issues.



We are fair and honest in our business

1.2 International Trade Controls

Trade globally— the right way

As a global company with worldwide operations, products, and services, it's our responsibility to respect and follow the laws that regulate international trade activity. These laws and regulations affect businesses involved in transferring materials, services, and information across international borders—regardless of location. Employees must follow all applicable trade laws, regulations, restrictions, and marketplace rules that govern each country and locality.





We are fair and honest in our business

1.3 Gifts and Entertainment

Think before gifting

Giving or receiving an occasional gift is a common business practice that can play a positive role in building healthy relationships with our customers, suppliers, and other third parties. However, a gift or offer that seems harmless could unintentionally create a conflict that damages the Company's reputation or even breaks the law. We may give or accept gifts and entertainment only for legitimate business purposes that are customary, appropriate, and follow local etiquette and principles. All gifts and entertainment must comply with the applicable local gift, travel, and expense policies.



Keep in mind

- Never accept a gift or entertainment which could influence your judgment.
- Turn down any cash or personally beneficial offers.
- Do not accept any entertainment or gifts without reporting it to your management (except those which are allowed by local rules or generally accepted in practice).
- You can allow a supplier or customer to pick up the check at a meal, so long as it is a reasonable amount and there is no intent to influence any decision.
- Respect customers' or suppliers' policies on gifts and entertainment.
- A customary and appropriate business gift depends on the country, and you should never accept an item that would reflect poorly on the AGC Group if the details were made public.
- Check with your manager or a Compliance Resource in advance if you have any questions about a gift or entertainment.

Q A potential supplier sent me a \$100 USD gift card as a thank you after our meeting. Am I violating the AGC Group Code of Conduct if I keep this gift?

A Yes. You should refuse this gift immediately. It is not appropriate to receive a cash equivalent or an expensive gift from a potential supplier as this could influence your decision. You may consult with your supervisor and regional compliance resource if you have questions.





We are fair and honest in our business

1.4 Conflicts of Interest

Don't mix business and personal interests

A conflict of interest happens when we have interests or loyalties outside the workplace that influence something we do inside the workplace. We should always act in the best interests of the Company and avoid conflicts that may directly or indirectly benefit a family member, a friend, or us as individuals. Even the appearance of a conflict poses a risk. This is why it's important to always deal with current or potential customers, suppliers, public officials, contractors, competitors, other third parties, and fellow associates with the utmost care and integrity.



Learn more

Always give priority to our Company's mission and goals when conducting business. Use good judgment and follow high ethical standards to avoid situations that create a conflict between the work we do together at AGC and our relationships with other companies or individuals. Being aware of the rules can help us recognize situations that could negatively affect the Company.

Any outside business activity must be strictly separate from your employment at the AGC Group, not compete with AGC's interests, and not harm your job. AGC's assets may not be used for any outside business activity without prior approval from management. Additionally, holding a position as a board member, advisor, or any other role at a competitor, supplier, or customer of the AGC Group is not allowed without prior management approval.

Keep in mind

Recognize potential conflicts before they happen. Be sure to avoid using your position at the AGC Group for the following:

- Doing business or influencing a business

decision with a company or person where you, your relatives, or close friends hold a managerial position or a position of influence.

- Acquiring new information or business opportunities that directly or indirectly benefit you or any third party, including suppliers, competitors, or entities that should not receive such information or opportunity.
- Entering into a contract with a supplier, partner or any other third party, from which you, your relative, or close friends may benefit.
- Influencing other employees to enter into such activities.
- Directly or indirectly buying, or otherwise acquiring rights to any property or materials, to your benefit when you are aware that the AGC Group may be interested in pursuing such an opportunity.

Remember, avoid engaging in close personal relationships with others who are, or may become, involved in business activity related to the AGC Group, including acting as an AGC Group supplier, customer, or vendor. If a conflict occurs, you should immediately disclose the nature of your relationship to management and Human Resources and remove yourself from any future decision-making. If you supervise or are in a position to exercise influence over any aspect

Q My department decided to revise our products catalog. As my uncle runs a printing company, I thought it would be a good idea to get a quote from his company, as well as a few more companies. The quote from my uncle's company is a bit higher than the others, but I'm considering placing the order with his company because it is facing some financial hardships. Is this a problem?

A This is a conflict of interest because it creates a situation where you or your family member benefits from your role at AGC. You should disclose the relationship to your supervisor in advance while prioritizing AGC's interests and avoid being involved in the decision process. The Purchasing Department or a Compliance Resource will answer any questions you have about conflicts of interest, so please contact them if you have any concerns.

of the performance, compensation, or advancement of a family member, or someone with whom you have a close personal relationship, you must report this relationship immediately to Human Resources.

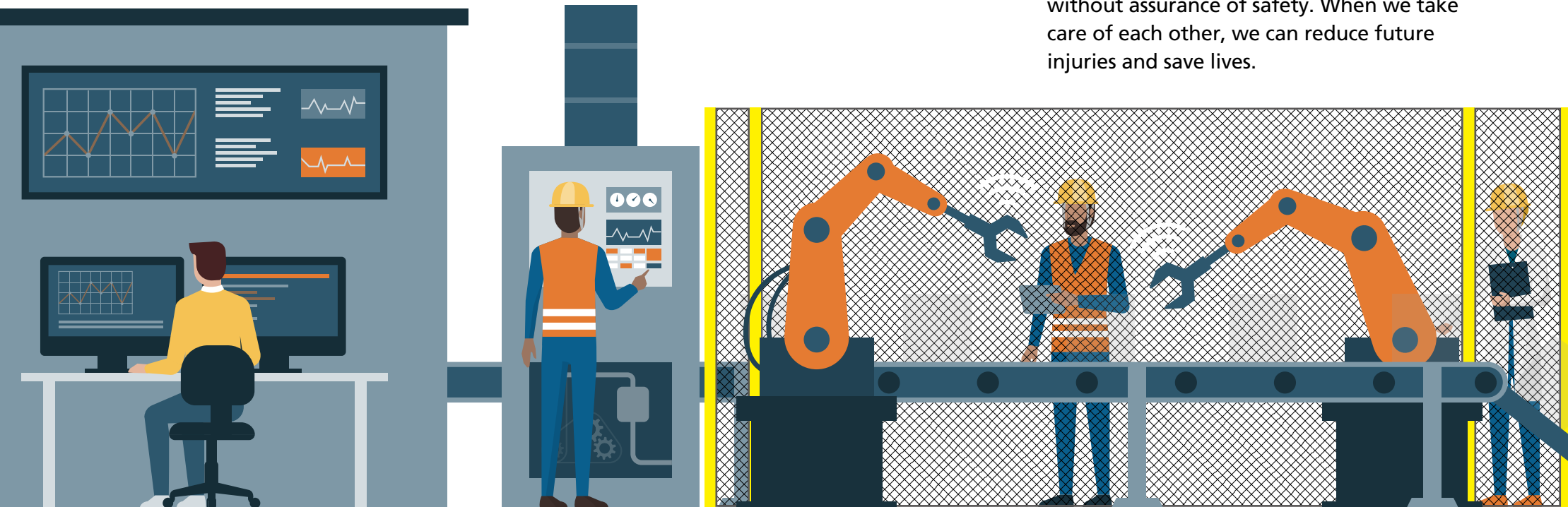


We ensure a safe and helpful workplace

2.1 Workplace Health and Safety

Safety first

AGC prioritizes the health and security of our employees, business partners, visitors, neighbors, and communities everywhere we operate. The Company implements and enforces safety rules and procedures to help prevent accidents. Every employee must follow these safety rules and procedures and promptly notify management of any non-compliance with these requirements. We must lead by example, demonstrate a commitment to health and safety in our daily actions, and actively promote a workplace where everyone can work safely. No production should be operated without assurance of safety. When we take care of each other, we can reduce future injuries and save lives.



Learn more

A safe, healthy workplace keeps a business running. It is the Company's responsibility to ensure our safety rules and procedures stay up-to-date. These rules and procedures must be followed at all times to ensure the continued success of the AGC Group.

Everyone should know what to do if an accident occurs or a problem arises, so we carry out annual drills and safety trainings which require mandatory employee participation. Do not hesitate to ask your nearest safety advisors if you have any questions about health and safety at work.

Keep in mind

To ensure a safe and healthy workplace:

- We perform our duties with safety as the top priority. No production should be operated without assurance of safety.
- We do not hesitate to stop operations to prevent injury.

- We observe all safety-related signs and use designated safety equipment.
- We thoroughly manage hazardous materials and chemicals.
- We perform risk assessments in all of our facilities to reduce the risk of occupational accidents.
- Our manufacturing facilities are free of alcohol and illegal substances. The Company may conduct tests for illegal substance use or alcohol to detect or confirm a suspected violation of Company policy, where local law allows.
- Everyone must follow all Company policies and procedures related to health and safety, as well as all applicable laws, rules, and regulations to help prevent accidents and injuries.
- We employ Lockout-Tagout (LOTO) practices and procedures to safeguard employees from the unexpected energization or startup of machinery and equipment, or the release of hazardous energy during service or maintenance activities.

Q While working at an AGC plant, I witnessed a fellow employee repairing a piece of equipment without disconnecting the power first. I am worried that by not following posted procedures for equipment repairs, my coworker is putting himself and other employees at risk of injury from electric shock or even from a fire or explosion. What should I do?

A Promptly warn the employee, tell the manager, and then follow up with other company resources, as necessary. Safety is our top priority, so corrective measures must be taken immediately. We will not allow retaliation against anyone who raises a concern in good faith, reports suspected misconduct, or provides information related to an inquiry of suspected misconduct as stated on page 5 of this Code of Conduct.





We ensure a safe and helpful workplace

2.2 Diversity and Inclusion

Diversity and respect for all

The people who work for the AGC Group come from a wide variety of experiences and backgrounds—each one with a unique set of strengths, skills, and ideas. We value diversity in our workplace and provide equal opportunities for success. That’s why “Diversity” is another one of AGC Group’s four shared values, further outlined in the AGC Group Vision “**Look Beyond.**” AGC will not tolerate discrimination or harassment of any employee or individual with whom we have a business, service, or professional relationship.



Learn more

We never discriminate against anyone based on race, ethnicity, religion, nationality, gender, gender identity, sexual orientation, disability, age, or any other legally protected group.

Physical or verbal harassment, sexual harassment, and physical violence of any kind (whether by supervisors, fellow employees, or third parties) harm a positive work environment and are strictly prohibited. These actions are also prohibited outside of work and on social media.

AGC believes in the rights of all workers. We follow all applicable laws concerning human and civil rights and require that all employees treat their colleagues with dignity and respect. AGC has zero tolerance for forced labor, child labor, or physical punishment in any AGC Group operation.

If you need help

If you experience or observe workplace harassment, discrimination, or other unfair behaviors prohibited by this Code of Conduct, you should promptly report the incident to your manager, any other member of management, Human Resource, or a Compliance Resource. AGC takes these claims seriously and will investigate them thoroughly. Employees who engage in harassment, discrimination, or inappropriate behavior are subject to disciplinary action, up to and including termination.

Q I was recently hired. Since my arrival, every day I hear my colleagues whistling at me and making inappropriate comments. I am embarrassed, but I don't want to make any enemies at my new job. Is there anything I can do about this?

A Your colleagues' actions are a clear example of harassment. Our work environment should always be comfortable and free from harassment and discrimination. Report the issue to your manager, a member of Human Resources, or the Compliance Helpline. The AGC Group will promptly investigate and ensure non-retaliation when raising concerns about discrimination or harassment.





We ensure a safe and helpful workplace

2.3 Reports and Records

Be accurate and honest

Providing accurate and helpful records regarding our Company's operations is an essential part of being an ethical company. We present the facts in a clear, truthful way in the data and information we record and communicate. Records (physical or digital) could include finance, accounting, taxation, production, quality, legal, technical, or sales information. We never manipulate data or records, conceal information, or misrepresent our business, product or financial health.



Learn more

Accurate reports and records help inspire trust in AGC by our customers, business partners, investors, stakeholders, and the general public. They also help us manage our priorities and long-term goals as a company so that we can make the best business decisions. Our success depends on it.

To accurately reflect the status of purchasing, inventory control, product quality, sales, and other matters, we must follow all AGC Group record-keeping rules and internal controls. We must also follow applicable laws and regulations regarding accounting, financial, and taxation standards to ensure our financial records and tax returns are accurate. No AGC Group company employee may, under any circumstances, discard, destroy, or change company finance, accounting, or other records without the appropriate authorization, or in violation of any applicable rules. Finally, our communications must avoid exaggeration, guesswork, and insulting remarks or mischaracterizations of data or information.

Keep in mind

- Honestly record and report information about our jobs and responsibilities.
- Honestly record all necessary information about product quality.
- Never report inventory, purchases, or sales that do not exist.
- Do not create false expense reports or entries.
- Do not intentionally record expenses or profits in the wrong period.
- Provide accurate information and reasonable support to internal and external auditors.
- Provide truthful, accurate data, and information during all certification and auditing events.
- Follow all internal policies and procedures relating to record-keeping and document retention, including all directions and instructions from the Legal or other responsible departments.





We ensure a safe and helpful workplace

2.4 Protection of Assets and Confidential Information

Protect our information and property

Each AGC Group member is responsible for protecting our Company's assets—both tangible and intangible—whether we are at the workplace, traveling for business, or in our homes. You must not disclose outside the Company any confidential or sensitive information that belongs to the Company. The same rule applies to any information belonging to any AGC employee or third party that does business with AGC. We must be mindful that improper disclosure of this information could materially harm our business.



Learn more

Our resources and assets include land, buildings, machinery, equipment, inventory, computers, and funds. They also include intangible assets such as confidential information, trade secrets, patents, trademarks, copyrights, computer software, and personal information. We must protect company assets at all times and not allow access to such assets to unauthorized persons or parties. We also must avoid discussing sensitive information in public places where someone might overhear.

Company Property

The Company is free to inspect and restrict the use of company property to make sure everyone uses it with care and in compliance with applicable internal policies. Anything stored or written on company property belongs to the Company. Limit using Company property to work-related matters only.

Personal and Third-Party Information

We equally respect personal information, including that of our employees. As a company, we sometimes collect information about our team, which may include compensation, benefits, home addresses, individual and family health matters, and identifying information. However,

it's our responsibility to protect such information, in accordance with the applicable laws, and use it only for appropriate reasons associated with a legitimate business purpose.

Third parties and our business partners trust us to keep their information and intellectual property safe as well. We protect their information as securely as we would our own.

Using IT Resources

AGC provides access to various electronic communication systems to use in our daily work. We must always safeguard these systems and technologies and follow company policies and procedures regarding information security.

Social Media

Be careful on social media, blogs, and forums. Remember that anything written online becomes a permanent, transferable record of your communications that can affect the interests of the Company and cause harm to others. The Communications or Marketing Department, Legal Department, or both, should first approve any communication on behalf of the Company in accordance with any applicable AGC social media policies and rules. Please remember that you are not authorized to speak on behalf of the

Q Someone who used to work for the AGC Group called me to ask for another former colleague's contact details. The person requesting the information explained that they lost their phone and all their contacts. Since it does not seem to be business-related, am I allowed to send it to them?

A No. We cannot give out personal information, such as contact details of former and present colleagues, to anyone inside or outside the Company. We never know how someone might use that information, even if it seems harmless.

Company without authorization obtained in advance.

Consequences

When something private becomes public, our Company, employees, business partners, or other individuals could be negatively affected. Following proper security policies helps protect everyone, so you must consistently secure your computer and confidential documents.



We care for our communities

3.1 Quality and Safety of Products

Ensure safe, high-quality products

The AGC Group cares deeply about the safety and quality of our products and services. It's one of the main reasons our customers and partners trust us to meet—and go beyond—their expectations in doing business together. Our success depends on maintaining that trust for years to come. We follow all applicable laws, report product quality data and analytical data with honesty and clarity, and demonstrate our commitment to safe and satisfactory products and services through our daily actions.

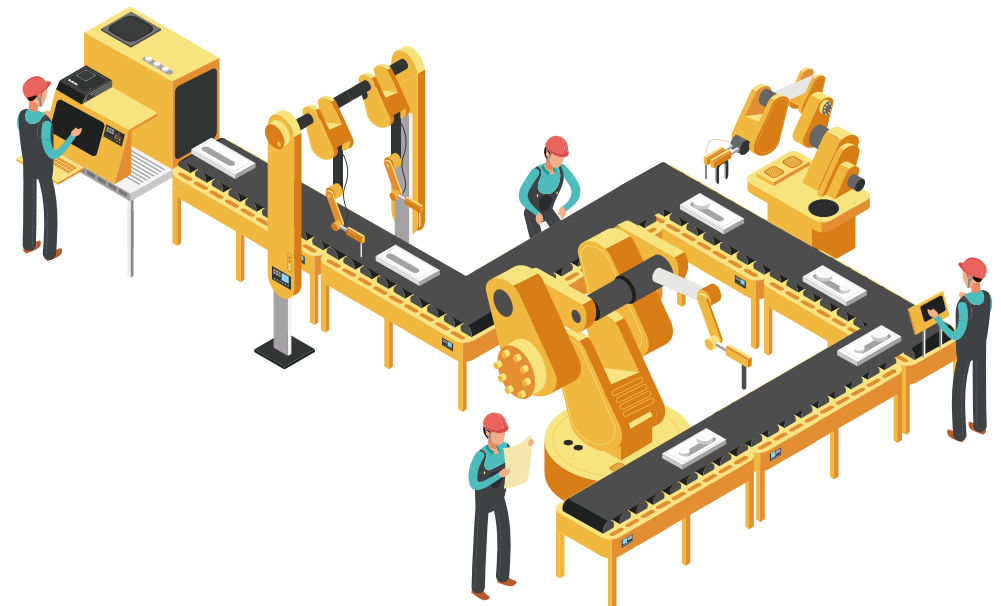


Keep in mind

- Check safety and quality throughout every step of a product's life cycle.
- Always include the applicable safety warnings when you prepare product documentation.
- Explain the safe and proper usage of a product to all who need to know.
- Take immediate action on any risk you may discover with AGC products or services.
- Investigate the root cause of any product safety or quality issue and correct the mistake honestly and immediately.
- Follow all internal policies, rules, and procedures related to quality, recordkeeping, and safety.

Q We received fewer materials for manufactured products than expected due to a shipping problem. I am working to resolve the situation but think it would be good to exchange the material specified in a contract with another material of the same quality. Since the difference was small, I believe it would be less damaging to our relationship with the customer to exchange the material than to deliver the products late. Can I go ahead with my idea?

A No. The first thing to do in this situation is to immediately communicate the issue with your supervisor and then honestly discuss the situation with the customer. Make sure you get approval before exchanging the material or doing something different from the contract. If our customer gives us the appropriate approval, then we can proceed with the alternative plan. However, we should never make changes to our agreements without going through the appropriate steps.





We care for our communities

3.2 Environment

Contribute to a better environment



The AGC Group prioritizes protecting and preserving the environment to achieve a sustainable society. Whether engaging in technological development, planning, design, products, sales, or logistics, we follow environmentally safe business practices. We invest in advanced technologies at our factories to reduce waste and save energy because taking care of our planet is much more than good business. While it means we can create even more opportunities and benefits for our enterprise and stakeholders, it also helps future generations live and grow in the cleanest, safest environment.

Learn more

“Environment” is one of AGC Group’s four Shared Values defined in the AGC Group Vision **“Look Beyond.”** We are committed to creating a sustainable society as an outstanding player in the global materials industry by carefully considering our impact on the natural environment, including climate change and biodiversity.

We also make environmental protection an essential part of our business by assessing and improving our operations, using renewable energy through solar and other methods, recycling where possible, and reducing waste. Our energy-saving innovations in green product development and resource management systems help us reuse chemicals, conserve water, and prevent water pollution. AGC also encourages all our business partners to implement policies and take active steps to care for the environment. We must all work together to stop the consequences of climate change, air and water pollution, deforestation, and many other environmental threats. We strive for continual improvement by developing specific programs that address the environmental cost and impact of our activities, products, and services.

Keep in mind

- AGC prioritizes environmental initiatives in all phases of its business activities, as further outlined in the AGC Group Environment Policy.
- We focus on developing products that benefit the environment rather than harm it.
- We set ambitious goals to shrink our environmental footprint and address sustainability challenges.
- We assess risk at every stage to evaluate and reevaluate new methods of environmental conservation.
- We always take special care to manage chemicals and hazardous materials properly.
- We follow all applicable laws, rules, and regulations related to environmental health and safety.





We care for our communities

3.3 Relations with Government Officials and Politicians

Remain free from corruption



We do not tolerate bribery or corruption in any form—whether public or private, active or passive, or whether consisting of activities which could be considered embezzlement, fraud, theft, or the granting of improper advantages. Fairness, honesty, and transparency are essential elements of integrity that define how we conduct business.

A bribe, corruption, or improper advantages can mean giving or offering a reward (or anything of value) to influence anyone's behavior to gain a financial, business, or personal advantage. Whether dealing with politicians, public officials, business partners, individuals, or third parties, our actions should reflect high ethical principles at every level. We must not directly or indirectly offer or give anything of value to any person, including government officials, to influence official action or to secure an improper advantage as defined by applicable laws.

It is important to remember that perception matters, and your behavior could be considered a bribe or granting of an improper advantage, regardless of your intention.

Learn more

The Company has created and implemented the AGC Anti-Bribery Rules to help us understand how to maintain professional relationships with public officers. Use them to identify problematic situations and avoid impropriety before it happens.

The Company has also established Anti-Bribery Guidelines for specific regions and countries as necessary, which outline procedures when dealing with public officers in countries with a higher risk of corruption.

You must follow the AGC Anti-Bribery Rules and Guidelines (if applicable) at all times.

Keep in mind

Bribery, corruption, or improper advantages could mean any of the following things:

- Cash or gift offers to an individual or family members.
- Inflated commissions.
- Fake agreements.
- Unauthorized rebates.
- Political or charitable donations.
- Kickbacks.

- Special favors or privileges.
- Job offers or loans.
- Anything of value, including but not limited to payments, meals, gifts, entertainment, and travel expenses.

Consequences

Many countries have strict laws and regulations regarding bribes, corruption, and improper advantages. Failure to comply with these laws and regulations may result in criminal and civil actions, such as high fines or imprisonment, against the Company and the individuals involved.

These laws cover a wide range of activities, so it's important that you understand how your job and responsibilities may be affected. Ask management or contact a Compliance Resource if you become aware of any actual or potential arrangement or agreement that could be problematic, or if you have any questions or concerns about applicable laws or policies.





We care for our communities

3.4 Insider Trading

Never trade on inside information

As we work together as a team, we sometimes hear non-public information about our Company or other companies. If this non-public information were to become public, it might influence others to purchase, sell, or hold onto a company's stocks. Using this non-public information for your personal or financial benefit—or for the benefit of anyone else you know—is considered insider trading. It's unethical and against the law. So, we never reveal non-public information to family, friends, or anyone outside the Company.



Keep in mind

What is inside information?

- Inside information refers to non-public information about a company's plans, products, operations, finances or any other matters that, if disclosed, could be used to gain a material personal advantage or would reasonably be expected to affect the price of stocks of AGC Inc. or other listed companies.

Examples of inside information include:

- Financial forecasts.
- Information about Research & Development including new products or technologies.
- Any information related to mergers, acquisitions, divestitures, or new business operations.

Who is an insider?

- Individuals who know inside information about AGC Inc. and other publicly-traded companies.

Who should you not tell inside information to?

- You may only share inside information on a need-to-know basis to individuals with proper authorization to know the information and with proper controls in place.

Q I recently became an account manager of a publicly-traded company. I'd like to have a financial interest in the company, so I plan on buying shares. However, before I went through with the purchase, an employee of that company mentioned that the company would make a profitable acquisition next month. Can I go ahead with my original plan to buy shares?

A No, you cannot. Once you receive inside information about a company—even if you originally planned to buy shares before—you cannot take action until that information becomes public. This rule applies whether you are an employee of that company or not. If you have any concern or uncertainty, please contact the department responsible for communication or a Compliance Resource.

Consequences

Violating insider trading laws can result in criminal or civil penalties for individuals and the Company. If you are concerned that an activity violates insider trading laws or this Code of Conduct, immediately contact Corporate Communications & Investor Relations Division in HQ or a Compliance Resource.



Japan Regional Information

1.1 Fair Competition and Antitrust

Guidelines for Compliance with the Antimonopoly Act

In Japan, antitrust regulations and associated penalties have become increasingly tough in recent years, following the promotion of a leniency system, the drastic increase in surcharges, the expansion of the scope of illegal behavior and the extension of the statute of limitations (prescription) period. You must understand the specifics of the “The AGC Antitrust Guidelines,” and “Guidelines concerning relationships with competing companies and trade associations for Japan/Asia,” and comply with both of them.

For any uncertainty or concerns, please contact the following exclusive e-mail address for consultations on the Antimonopoly Act.

Consultation desk: dokkin-hou@agc.com

Important Points

Matters to Be Observed

- ☑ Contact with competitors must be limited to justifiable contact and to the minimum necessary extent.
- ☑ When in contact with a competitor, you must obtain prior approval and make a follow-up report.

Supplementary Laws to the Antimonopoly Act (Special Laws)

Outsourcing of manufacturing, repairs, information-based product creation, and service provision to subcontractors will be subject to the Subcontract Act if the capital of the client and the subcontractor meets certain criteria. Likewise, outsourcing of warehousing or transporting goods will be under “the Designation of Specific Unfair Trade Practices when Specified Shippers Assign the Transport and Custody of Articles” if the capital of the owner and physical distributor meets certain criteria. These laws are supplementary to the

Antimonopoly Act (Special Laws), and you must be aware that if a transaction is against the above-mentioned laws and regulations, it is illegal even if there is an advance agreement with the other party.

When engaged in outsourcing of manufacturing, repairs, information-based product creation, and service provision or outsourcing warehousing or transporting operations, you must ensure compliance with these applicable rules. Matters to be observed under relevant laws are shown as examples.

Please also note that, even if these are not applicable, any one-sided approach to business partners or subcontractors such as one-sided cancellation or change of orders and one-sided reduction of payments may be regarded as an abuse of a superior bargaining position and become an issue under the Antimonopoly Act.

The AGC Group designates responsible personnel at each group company and workplace to ensure full compliance with the Antimonopoly Act.

Important Points

- ☑ Issue an order sheet and other necessary documents without fail when placing orders.
- ☑ Make payments on schedule, and do not reduce payments or conduct similar acts.
- ☑ Do not cancel or change orders one-sidedly.

Main Laws Concerned

- Act on Prohibition of Private Monopolization and Maintenance of Fair Trade (Antimonopoly Act)
- Act against Delay in Payment of Subcontract Proceeds, Etc. to Subcontractors (Subcontract Act)
- Designation of Specific Unfair Trade Practices when Specified Shippers Assign the Transport and Custody of Article
- Building Business Act
- Act on the Promotion of Subcontracting Small and Medium Enterprises

AGC Group Internally Applied Main Rules and Documents

- The AGC Antitrust Guidelines (See below)
- Guidelines concerning relationship with competing companies and trade associations for Japan/Asia (See below)
- Compliance Manual with Antitrust Laws
- Compliance Manual with Subcontract Act

AGC Consultancy

- Legal Division (Antimonopoly Act, Subcontract Act)
- Purchase & Logistics Division (Subcontract Act)

The AGC Antitrust Guidelines Established September 2005

1. Prior to having meetings with competing companies (including meetings with trade associations), take every possible step to confirm if the objective of such meetings is appropriate from the perspective of applicable laws. Limit the frequency of attending such meetings to the lowest possible. If keeping a relationship with any trade association becomes unnecessary, leave the association.
2. At any meetings with competing companies, tell them

your intention to comply with the Antimonopoly Act and avoid initiating unnecessary contact with them.

3. If you intend to have a meeting with competing companies, inform your supervisor of the purpose of such meeting and obtain his or her permission in advance.
4. Always maintain a written record of the details of discussions with competing companies.
5. Refer the written record mentioned above to your Legal Department (or, when directed by your management, with a law firm) regularly for review.
6. If any competing company contacts you in a way that gives rise to suspicion of possible antitrust issues, notify your supervisor and Legal Department of the situation without fail and seek their advice.
7. If you have heard or seen any employees engaged in conduct that gives rise to suspicion of possible antitrust issues, report this to your supervisor or to the Legal Department and/or to those persons in your business in charge of Corporate Compliance.

Guidelines Concerning Relationships with Competing Companies and Trade Associations for Japan/Asia

September 1, 2005 Rev. November 1, 2011

It is prohibited to form cartels or to rig bids with competing companies or trade associations. Actions that may induce suspicion of such acts may not be taken.

<Reference> Code of Conduct (1.1 Fair Competition and Antitrust)

The following cartelistic activities among competing companies or by trade associations are generally illegal (per se illegal) and could be subject to fines and/or criminal charges. (For cases where there is a legitimate business relationship, please refer to 1. below.)

- Discussions concerning prices (product prices,

construction fees, transportation fees, maintenance fees, visiting fees, etc.).

- Making arrangements regarding volume of sales, shipping and/or production, or fixing their ratio to be maintained among the competitors.
 - Discussing issues such as the limitation of the number of days (or percentage) that facilities should be in operation, limitation on expanding or building facilities, or limitation on the adoption of new technologies.
 - Discussions concerning bidding.
 - Customer allocation.
 - Making arrangements concerning market share.
- The following are also prohibited, because they are highly risky behaviors that may cause suspicion of cartel behavior. (Refer to 1. and 5. below.)
- Offering information on prices, volumes of sales or production etc. to a competitor unilaterally.
 - Taking no counteractive action when information such as the above is unilaterally transmitted from a competitor (orally, or via e-mail, facsimile etc.).

1. Communication/meetings with competing companies, and participation in trade associations are allowed only on an extremely limited basis, and only to the extent that they do not raise concerns under the Antimonopoly Act.

(1) Communications and/or Meetings with Competing Companies

- (1.1) Communications and/or meetings with competitors may be made only when necessary to carry out a specific legitimate business relationship, such as certain types of OEM manufacturing, licensing, sales consignment, joint venture, or technological partnership.
- (1.2) Discussion at such meetings must be limited to those relevant and necessary for the above businesses, and the exchange of any other information must be avoided. Further, sales

personnel shall not be allowed to attend meetings unless there is a legitimate necessity.

(2) Participation in Trade Associations

- (2.1) Participation in trade associations is allowed only if the purpose and details of its activity are clearly defined in the convention of the association, and the association complies fully with the Antimonopoly Act. Involvement in informal organizations/meetings with competing companies must be avoided.
- (2.2) Discussions at trade associations must be limited to those within the scope of the purposes of their activities, and exchanging any other information must be avoided. In addition, sales personnel shall not be allowed to attend the meetings unless there is a legitimate necessity.
- (2.3) Discussions at trade associations must be limited to the following items that do not lead to cartel behavior and serve a social and public purpose.
 - Establishing common specifications and standards based on social and public needs such as environmental and/or safety concerns.
 - Carrying out public relations and dissemination activities for purposes such as improving the overall position of the industry, promoting demand and disseminating information about proper use.
 - Collecting and releasing information on past business activities. Note, however, that collecting any information concerning current and future sales or production plans, or cooperating in such conduct must be avoided.
 - Expressing opinions or requests to the national or local government.

2. When meeting with competing companies or participating in trade associations, the person attending must obtain prior permission from his/her supervisor.

3. A summary of the discussion/meeting must be recorded, along with important exchanges that were made.

4. Participation in events (such as dining, get-togethers, get-acquainted trips and golfing) to socialize with competing companies shall be extremely limited. If someone participates in such activities, he/she must abide by 2. and 3. above.

- (1) If you are going to hold/attend a meeting with competing companies, you must report the purpose, agenda and planned participants to your supervisor in advance, and obtain his/her permission. The supervisor must cancel the meeting in case he/she judges that the meeting is not necessary or raises antitrust concerns in light of criteria 1. above. Contacts with competing companies before or after the revision of pricing should be avoided in particular. Whenever you find it difficult to make a judgment by yourself, consult with Legal Department.
- (2) When hosting meetings, prepare an agenda well in advance, and do not discuss other issues. For meetings held by trade associations, ask the host to prepare an agenda.
- (3) Records of meetings will become necessary when we are suspected of being involved in a cartel. Be sure to record the date, participants and topics of meetings and keep it safe so that it will not be disposed of or discarded. If there is no record of the meetings, it will be extremely difficult to deny the accusations. Exchange of important information should be made in written form such as facsimile or e-mail, and they should be stored. Whenever there is any contact, discussion or exchange that might be suspected to be in violation of the Antimonopoly Act, contact Legal Department for advice.
- (4) Holding social gatherings among competing

companies after meetings and events such as year-end parties, golf competitions and get-together trips, or participating in these in itself is a highly risky behavior that may cause suspicion of cartel behavior. After thoroughly examining factors such as necessity, risk of getting drawn into a cartel and the timing of events, only those that are indispensable should be attended. In that case, relevant personnel shall be sure to obtain permission of the relevant supervisor in advance and keep a record, even for social events.

- (5) Legal Department shall check the status of storage of such records and their content periodically.

5. If you get drawn into conduct suspected of cartel behavior, you must make sure to announce your position clearly and with evidence that you and AGC will never participate in cartels.

- (1) If information on prices, quantity or rate of production or sales, etc. is provided at meetings, the participating person must make a clear statement that AGC will never participate in such cartelistic behavior and walk out after requesting to have the statement recorded in the minutes. After that, the relevant person must inform his/her supervisor and consult with Legal Department on the subject.
- (2) If information on prices or bidding is offered unilaterally via media such as facsimile, e-mail or telephone, it must be reported to Legal Department, in addition to protesting via document, or depending on the situation, orally, that "AGC will never participate in activities contrary to the Antimonopoly Act and request that you stop sending such information." Further, what happened and what was done must be recorded in writing.
 - Cartels can be established even if there is only a verbal understanding or tacit consent.
 - Even if you are absent from a meeting, if you later

receive information on the agreement and it is followed, it will be regarded as a violation of the law, in that an illegal "implied consent" exists.

- Even if you and AGC are not actively involved in a cartel, an ambiguous attitude can be regarded as having taken part in it.

1.2 International Trade Controls

Rules on Goods and Technology Trading

When importing and exporting goods and technologies, please follow the AGC Group Global Trade Control Policy and Regulations. Any company that exports goods and technologies in its business operations is required to set up internal decision-making rules and operating procedures and the like relating to trade controls, depending on the actual situation of the company, and must comply with those rules and procedures.

Export Regulations

From the perspective of maintaining international peace and security, unlawful exports of goods and technologies that could be used as or diverted to weapons must be prevented.

Export controls have been conducted in Japan under the Foreign Exchange and Foreign Trade Act. Exporting goods and technologies without license in violation of this Act may be subject to criminal or administrative sanctions (including prohibition of exports of all kinds for a certain period of time).

The US Export Administration Regulations (EAR) also operate under the same perspective. Violation of such domestic and foreign legal regulations will cause us to incur great loss due to lost credibility as a global company.

Important Points

Subjects of Related Laws and Rules

- ☑ Exports of specified goods or technologies that could be used as or diverted to weapons of mass destruction or conventional weapons.
 - ➔ Export license required. (Foreign Exchange and Foreign Trade Act)
- ☑ Export, etc., of goods or technologies other than the above.
 - ➔ Export license required depending on end use or end users. (Foreign Exchange and Foreign Trade Act)
- ☑ Transactions with parties listed on US sanctions lists, transactions destined to specific countries/regions and transactions of goods or technologies that incorporate controlled US origin items to a certain degree.
 - ➔ It is necessary to check if they are subject to the US EAR

Note: The following actions are also subject to regulations!

- ☑ Taking goods with you on a business trip.
- ☑ Provision of free-of-charge samples.
- ☑ Transmission of technical materials via email.
- ☑ Uploading technical materials to servers accessible by non-residents.
- ☑ Technological training of trainees from overseas, etc.
 - ➔ You must confirm whether you are required to obtain a license in each instance without fail. (AGC Group Global Trade Control Regulations)

Main Laws Concerned

- Foreign Exchange and Foreign Trade Act
- US EAR
- US sanctions related laws and regulations

AGC Group Internally Applied Main Rules and Documents

- AGC Group Global Trade Control Policy
- AGC Group Global Trade Control Regulations
- Guidelines for Transactions involving Countries of Concern
- Export Control Compliance Program in each Group company

AGC Consultancy

- Security Trade Control Group, Legal Division

1.3 Gifts and Entertainment

On Providing Entertainment or Gifts

When providing entertainment or gifts, you must comply with the rules of each workplace. Departments that frequently provide entertainment or gifts are recommended to set a standard monetary amount.

Important Points

- ☑ It must be lawful.
- ☑ Expenses should be properly recorded and processed.
- ☑ It must be a necessary expense and the content and expense amount must be appropriate.
- ☑ In principle, an application must be filed in advance. If you are unable to do so for an unavoidable reason, please inform at the earliest opportunity.

On Receiving Entertainment or Gifts

The following compliance criteria must be met when you receive entertainment or gifts. You must not receive any entertainment or gift which you cannot report to your supervisor.

Important Points

- ☑ Explain that it is company policy not to receive excessive entertainment or gifts from business partners.
- ☑ The trading relationship with the business partner must not be influenced.
- ☑ You must inform your supervisor of the entertainment or gift.

Main Laws Concerned

- The Penal Code
- The Unfair Competition Prevention Act.

AGC Consultancy

- Legal Division
- Purchase & Logistics Division

1.4 Conflict of Interest

Prohibition of Conflict of Interest

As a member of the AGC Group, you must not commit acts that are not in the interest of the company. Conflict of interest means the situation in which the interests of one party are in conflict with the other party's interests. The Work Rules, etc. of each AGC Group company prohibit executives or employees from acting in conflict of interest.

Moreover, for acts of conflict of interest by directors of a company, laws and regulations oblige them to follow strict procedures.

Important Points

Examples of Prohibited Acts in the Work Rules

- ☑ Engaging in the same type of business as that of the company.
- ☑ Using the name or status of the company for personal interests.

Note: Acts as indicated below by a director of a company are legally restricted.

- ☑ Act of conflict of interest, including conducting transactions between the company and himself/herself or his/her relative.
- ☑ Managing any transaction competing with the company (competing transaction).
 - ➔ The director is obligated to follow strict procedures, including obtaining approval from the Board of Directors. (Companies Act)

Main Laws Concerned

- Companies Act
- Penal Code

AGC Group Internally Applied Main Rules and Document

- Work Rules of each company

AGC Consultancy

- Human Resources Division
- Legal Division

2.1 Workplace Health and Safety

Prevention of Work-Related Injuries and Ill Health

Laws and regulations related to the occupational health and safety as well as safety rules provided by the company, state the minimum safety and health standards to prevent work-related injuries and ill health. Employees must comply with these laws and regulations or safety rules and procedures, and if an employee becomes aware of a situation that is not in line with them, the employee must notify the manager immediately.

Even though they are working in the same workplace, temporary staff dispatched there and employees of contracting companies may be subject to different laws and chains of command. It is important from the safety standpoint for prevention of work-related injuries and ill health to have a full understanding of these differences.

Maintaining a Healthy Workplace Environment

To comply with laws and regulations related to occupational health and safety, and also to cut back on long working hours, the company must properly manage employees' actual working hours and establish a scheme and workplace environment such that employees can declare their overtime hours appropriately.

Prolonged work hours are harmful to employees' physical and mental health and are listed as one of the criteria for recognizing industrial accidents. Supervisors must keep an eye on the work volume of each staff member and implement systematic personnel development/allocation plans so that no particular person will suffer from chronic overtime.

Crisis Management to Cope with Natural Disasters

To effectively meet any contingency such as the occurrence of a massive earthquake or pandemic influenza, each company sets forth rules on measures for crisis

management in order to prevent the company from falling into a critical situation and to minimize damage when a crisis occurs. By following the instructions of each company and site, each employee must learn what should be done in emergency situations.

Prohibition of Drunk Driving

You must never drive after drinking whether in public or private. In order to eliminate drunk driving, the AGC Group applies severe disciplinary action against drunk driving.

Main Laws Concerned

- Labor Standards Act
- Industrial Safety and Health Act
- Fire Service Act, High Pressure Gas Safety Act
- Employment Security Act, Workers Dispatching Act
- Road Traffic Act
- Health Enhancement Act and other occupational health and safety related laws

AGC Group Internally Applied Main Rules and Documents

- AGC Group Basic Occupational Health and Safety Policy
- AGC Group Industrial Safety and Security Basic Policy
- AGC Health Management Policy
- AGC Group Occupational Health and Safety Regulations
- Work Rules of each company
- Crisis Management Manual
- The AGC Group Regulations to Cope with Natural Disasters
- AGC Group Regulations to Cope with Pandemic Influenza

AGC Consultancy

- EHSQ General Division (Occupational Health & Safety, Industrial Safety and Security)
- Purchase & Logistics Division (Outsourcing)
- Human Resources Division (Labor Laws/Worker Dispatch Law)
- Corporate Administration Division, Corporate Planning General Division (Crisis Management)

2.2 Diversity and Inclusion

Elimination of Discrimination and Harassment

Each of us should strive to eliminate the various types of

discrimination and infringements of human rights including the Dowa issue (prejudice against people from discriminated communities in Japan) and attempt to create a productive and comfortable work environment. Abuses of human rights could be subject to criminal, administrative or civil liability.

Sexual Harassment

Sexual harassment is one of the main forms of harassment that still tends to occur. You should be careful not to hurt others with sexual or sexualized speech and behavior. In addition, upon recognition of the fact that there is a significant number of LGBTQs (lesbians, gays, bisexuals, transgenders and questionings) around you, you should understand and respect gender diversity.

Power Harassment

This is an issue that must be eliminated in every workplace. Power harassment is defined as “any kind of speech or behavior which is made taking advantage of his or her superior relationship in the workplace, is beyond the scope of business necessity and reasonableness, and harms the working environment of co-workers.”

Important Points

Points to Bear in Mind

- ☑ Do not engage in sexual speech or behavior that causes others to feel uncomfortable.
- ☑ Do not engage in speech or behavior that discriminates between men and women through set traditional ideas of gender roles or prejudices.
- ☑ Do not engage in violence or throw objects at others.
- ☑ Do not engage in speech or behavior that disregards the dignity of others.
- ☑ Do not severely criticize others for long hours, or give loud and harsh criticism in front of others.

Note: Be mindful of the following in the workplace!

- ☑ When you communicate with your co-workers, pay attention to how they feel about your words and actions.
- ☑ If you suffer from any feeling of discomfort due to another person’s speech or behavior, communicate your discomfort to that person.
- ☑ In cases where you are unable to communicate your feelings to that person, immediately consult your supervisor or contact the Harassment Consultation Desk (consulting at early stages is the key to preventing serious problems).
- ☑ If you witness any inappropriate speech or behavior by someone, tell that person to stop it (since the person might not be aware that his or her speech or behavior is inappropriate or is hurting another person).

Main Laws Concerned

- Penal Code
- Labor Standards Act
- Law for Equal Opportunity of Men and Women (The Equal Employment Act)
- Stalker Regulation Act
- Labor Measures Comprehensive Promotion Act

AGC Group Internally Applied Main Rules and Documents

- Work Rules of each company
- Harassment Preventive Regulation of each company

AGC Consultancy

- Human Resources Division
- Harassment Consultation Desk

2.3 Reports and Records

Applications and Expense Claims

Applications and expense claims must be filed at the appropriate time in accordance with rules, including the Work Rules. As time passes, it will become difficult to remember exactly and this may result in faulty expense claims or difficulties in verifying expense claims during the approval process.

If there are any doubts or uncertainties in the contents of an expense claim application, the approver should without fail verify it before approval.

Important Points

Example of Principle

- Employees must report their work hours each day.
- Employees must make expense claims for travel expenses promptly after the expenditures are incurred (within one month at the latest).

Transaction Records

When creating transaction records and ledgers, etc., you must make sure that you comply with the AGC Group Accounting Policies and the Guidelines for “Prohibition of Fraudulent Transactions,” as well as related laws such as the Companies Act and the Corporation Tax Act of Japan.

Records on Production and Quality

You must properly provide accurate records and report on all the activities related to planning and development, production and inspection, shipment and sales. If any error is included in the information reported and disclosed by us, that error will harm the trust of our stakeholders, including customers.

Main Laws Concerned

- Companies Act
- Tax related laws
- Financial Instruments and Exchange Act
- Act against Unjustifiable Premiums and Misleading Representations
- Accounting Standard

AGC Group Internally Applied Main Rules and Documents

- Work Rules of each company
- The AGC Group Accounting Policy
- Definition of Accounts
- Guidelines for “Prohibition of Fraudulent Transactions” (Japan) (See below)

AGC Consultancy

- Human Resources Division (Work Rules)
- Finance & Control Division (Finance, Accounting and Tax)
- EHSQ General Division

Guidelines for “Prohibition of Fraudulent Transactions” (Japan) Finance & Control Division June 1998 Revised June 2012

*Finance & Control Office, Legal Office, and Purchase & Logistic Center have changed to Finance & Control Division, Legal Division, and Purchase & Logistic Division respectively (as of April 2021).

1. Introduction

As a public institution that serves for the benefit of society, ensuring “proper financial reporting” is absolutely necessary for a company to sustain its business operations and continue to fulfill its social responsibility into the future.

Some may think that financial reporting is performed solely by the accounting department. In reality, however, the accounting department alone is not capable of creating a complete reporting. Proper financial reporting is possible only when proper reporting is made at every division.

In this sense, false reporting never benefits the Company even if you tried to do it for the Company’s interest. Please keep in mind that even if it may appear to be beneficial for the Company for the short term, reporting that is contradictory to the fact will eventually cause damage to the Company. “Proper financial reporting” is therefore a crucial aspect of the Company which every one of us must follow.

2. Prohibition of Fraudulent Transactions

The following acts are strictly prohibited as “fraudulent transactions.”

- (1) Processing a fictitious transaction or creating record as if the transaction exists even though there is no substance such as purchase, sales, or inventory. Conversely, not correctly recording the actual transaction even if it exists.
- (2) Creating record that does not reflect the actual situation, failing to faithfully perform duties and/or conduct budget management in compliance with the Company’s rules and regulations.

3. Compliance with the AGC Group Accounting Standard

The AGC Group prepares its financial statements based on the AGC Group Accounting Policy, and the recording of sales and purchases, booking of inventories and capitalization of equipment, costing and profit/loss calculation are all performed in compliance with the policy.

Outlined below are some of the major rules set forth in the policy. If you have any questions or concerns about

the handling of particular transactions or any other issues, please always consult with the accounting department.

4. Outline of Major Rules Concerning “Prohibition of fraudulent transactions”

(1) Sales

(1.1) Transactions to be recorded in Sales

Sales are revenue from transactions that are performed for business purposes established in the articles of incorporation and that generate a profit from short- or mid- and long-term perspectives.

Accounts	Target transactions
Sales of products and merchandise	This includes revenue from sales activities of products and merchandise which are the company's principal operations (including the related service rendered). Sales of products purchased from an outside manufacturer are also included in sales of products and merchandise.
Construction revenue	This includes contract revenue from construction of plants, buildings, roads, etc. which are the company's principal operating activities. Revenues are classified by the type of sales as below: (a) Equipment and materials: Sales of products and merchandise (b) Construction: Construction revenue (c) Design and technical services: Revenue from technical services rendered
Revenue from technical services rendered	This includes revenue from providing a method, design, and other technology information rendered in the company's principal business.

(1.2) Sales recognition

Sales recognition is described in the “Revenue” section of the AGC Group Accounting Policy. Please check with the accounting department if you have any questions or concerns.

Types of transaction
1. Domestic sales of products, merchandise, and plant equipment and materials
2. Export sales of the same items as those listed above
3. Contract works and plant construction
4. Sales of purchased products not involving logistics operation
5. Sales of know-how, industrial property rights
6. Sales of royalties
7. Sales of engineering fees
8. Sales of service fees

Notes:

- Recording of sales at the end of the closing month
You are not allowed to deviate from the rules on sales recognition in order to control the internal budget and/or profit targets.
- Handling of provisional unit prices
If a product is sold at a provisional unit price, the final unit price must be determined before the end of the accounting period, in principle.
Please check with the accounting department for the handling of specific transactions.

(2) Purchase and related transactions

(2.1) Purchase recognition

Purchase of merchandise	In principle, it is the date when the merchandise is inspected and accepted. Provisional unit price: If any raw material or equipment is purchased at a provisional unit price, the final unit price must be determined before the end of the accounting period, in principle. Please check with the accounting department for the handling of specific transactions.
Acceptance of services	In principle, it is the date when the service is inspected and accepted.

(2.2) Prohibited acts

Raising Off-the-book money	It is strictly prohibited and is considered socially-unacceptable behavior to manipulate purchase and/or other transactions together with suppliers and raise off-the-book money.
Fraudulent advance/delayed recording	You are not allowed to deviate from the rules on purchase recognition in order to control the internal budget and/or cost/profit targets. (Example) <ul style="list-style-type: none"> • Fraudulent advance acceptance of research expenses: Accepting research expenses in advance and making/recording the payment at the end of the closing month even though the research commissioned is not yet completed. • Fraudulent advance acceptance of construction expenses: Accepting construction expenses in advance and making/recording the payment even through the construction ordered is not yet actually completed. • Recording construction expenses in excess of the actual amounts with intent to record a reduced amount for a different construction item in the subsequent term or later, because there will be a surplus of the budget for the current term.

(3) Issuance of slips

Accounting slips must properly express the actual transaction including the purchased product, construction, service, etc. and must be recorded in the correct accounting titles to reflect the facts. Budgets must not be diverted into an irrelevant expense item or construction item.

Prohibited acts:

- Recording a false construction item, expense item and/or budget code.
- Diverting the costs for construction of a plant, etc. to a different construction item.
- Distorting actual transactions (e.g. Asking a supplier to pay for entertainment costs and paying back the equivalent amount in the form of a fraudulent product purchase).

**(4) Sales of reusable products
(e.g. iron and paper scraps)**

The sale of reusable materials must be treated as an independent revenue and must not be offset with product or other purchases.

(5) Inventories

Inventory difference must be clarified and corrected through physical stocktaking by the department in charge or by obtaining the inventory certificate and confirming the balance based on the inventory control table.

(6) Monthly costing and profit/loss calculation

- The quantity of production, work-in-process, cost allocation base, sales, and other data that are needed for monthly costing, and profit/loss calculation must be recorded by the departments in charge in accordance with the applicable rules.
- Calculations must be made based on the correct data. You must not distort any amount by recording a false quantity. Materials consumption rates and yields must also reflect the actual data.

(7) Consumption tax, customs duty, and stamp tax

- Some sales transactions will require the payment of consumption tax, customs duty and/or stamp tax.

For example, even if a transaction is duty-free, the taxation value (i.e., cost of the finished products + shipping cost and supplied materials cost) must still be reported properly to the tax authority.

Please contact the relevant divisions (Finance & Control Office, Legal Office, Purchase & Logistic Center,* etc.) if you have any questions or concerns.

2.4 Protection of Assets and Confidential Information

Confidential Information

You must carefully manage information based on the confidentiality categories set by the Information Security Policy to prevent leaks, inappropriate use or disclosure of confidential information.

For confidential information to be legally protected, management of “Confidential” or higher categories under the relevant Policy is required (such as labeling with the confidentiality category, locking storage places, access control, etc).

Social Media

You are free to use social media personally, but making a post with inappropriate contents is prohibited under the Information Security Policy. You are expected to use social media properly with great care, taking into consideration the possibility of impacting the AGC Group, our customers and business partners, and others.

Important Points

- ☑ Always be aware of the fact that information posted on social media could be spread all over the world and that once you make a post it may not be deleted completely.
- ☑ Do not post confidential information related to the AGC Group, our customers or business partners, as well as information that will result in harming the reputations of those parties.

Personal Information

While demands for protection of personal information have been increasing worldwide, it is necessary to consider carefully how you obtain the personal information of others and the purpose for which you will use the information. You must understand the company rules and comply

therewith without fail. Rules related to obtaining, using and managing personal information are provided in the Personal Information Protection Management Rules of each company of the AGC Group. In addition, each company has appointed a Personal Information Protection Manager.

Important Points

- ☑ When acquiring personal information, specify and expressly state the purpose of use, as fully as possible.
- ☑ You must use personal information within the scope of the set purpose of use, and if you are to make use of it for other purposes, you must again obtain consent.
- ☑ If a person requests disclosure, correction, or suspension of use, etc., of his/her personal information, you must handle the request promptly.
- ☑ You must promptly dispose of personal information that becomes unnecessary by a secure method.
- ☑ If there is a loss, leak or inappropriate use of personal information, you must follow the procedures as provided in the Personal Information Protection Management Rules, including promptly reporting to the Personal Information Protection Manager.

Intellectual Property Rights

Intellectual property rights means rights to intangible assets that were created through intellectual creative activities, including patent rights, utility model rights, design rights, trademark rights, and copyrights. You must respect the intellectual property rights of others as well as protect the rights of our company.

The company name, “AGC” brand and its logo mark are important properties that only authorized Group companies* can use.

Copying (or scanning) computer software, a newspaper or a magazine, or using, duplicating, modifying or distributing others’ literary works (including works on

websites) may be deemed as infringement of copyright.

* AGC Group companies that are authorized as satisfying the criteria stipulated in the "AGC Group Brand Management Rules."

Important Points

- ☑ When you have made an invention through R&D or technical development activities and wish to file a patent application, please follow the specified procedures including filing an application with the department in charge of intellectual property rights.
- ☑ Modification or unauthorized use of the company name, "AGC" brand or its logo mark is strictly prohibited.
- ☑ Before you put new products on the market, sufficiently check on third parties' intellectual property rights so that the new products will not infringe the valid intellectual property rights of the third parties.

Main Laws Concerned

- Unfair Competition Prevention Act
- Penal Code
- Act on the Protection of Personal Information
- Act banning Unauthorized Access to Computer Networks
- Other intellectual property related acts

AGC Group Internally Applied Main Rules and Documents

- Work Rules of each company
- Information Security Policy and Guidelines of each company
- Each company's Personal Information Protection Management Rule
- AGC Group Brand Management Rules
- AGC Group Brand Logo Guidelines

AGC Consultancy

- Information Systems Division (Information Security, Personal Information)
- Intellectual Property Division (Intellectual Property)
- Corporate Communications & Investor Relations Division (AGC brand related issues)
- Legal Division (Personal Information)

3.1 Quality and Safety

Products and Quality Data

Altering product and quality data is strictly prohibited.

Laws and regulations, and specifications that must be observed in all processes from development to sales must be properly reflected in the rules. In addition, each employee must be familiarized with the rules and comply therewith without fail.

Alteration of data or omission of inspections will cause trouble to customers and result in loss of trust from society.

Product Safety

Under the Product Liability Act, we must be responsible for any loss suffered due to defects in our products, whether it is the company's fault or not. This Act is applicable not only to final products, but also to any intermediate products or materials that we have manufactured and sold.

The Consumer Product Safety Act obliges companies to report to the central government if a serious accident occurs related to their products to be sold to general consumers. If you handle products subject to this Act, you must set up proper reporting rules and fully observe the Act.

Advertisement

If you are engaged in advertising activities in Japan, refer to the "Publicity Activities and Laws/Advertisement Ethics," which are guidelines for advertising activities.

Main Laws Concerned

- Product Liability Act (PL Act)
- Consumer Product Safety Act
- Act against Unjustifiable Premiums and Misleading Representations
- Building Standards Act
- Road Trucking Vehicle Act
- Act on the Evaluation of Chemical Substances and Regulation of Their Manufacture, etc.
- Pharmaceuticals and Medical Devices Act (PMD Act)
- Each country's standard including JIS (Japan Industrial Standard)
- Food Sanitation Act
- Agricultural Chemicals Regulation Act
- Measurement Act

AGC Group Internally Applied Main Rules and Documents

- AGC Group EHSQ Management Regulations
- AGC Group Reporting Standards on EHSQ Incidents
- Safety Management and Accident Handling Standards based on the Consumer Product Safety Act
- Publicity Activities and Laws/Advertisement Ethics

AGC Consultancy

- EHSQ General Division (Quality/Product Safety)
- Corporate Communications & Investor Relations Division (Advertisement & Marketing)

3.2 Environment

Realizing Sustainability

In order to achieve both conservation of the global environment and sustainable growth of the AGC Group, each employee must understand the medium- to long-term environmental targets specified by the AGC Group, and put these into practice on a daily basis.

In these targets, we announce our efforts for environmental conservation and contributions to the environment through our products at all stages of company business, such as technological development, planning, design, production, sales, and handling of products.

Compliance with Legal Regulations and Rules

Environment-related laws in Japan have been further reinforced in recent years. In some cases, independent standards are set above national standards, or requirements not existent in national standards are added at the prefectural or local municipality level. In addition, some companies execute agreements with local communities to work on more specific pollution prevention measures. The AGC Group has stipulated the AGC Group Environmental Management Working Rule, which is made up of independent common rules, and standards and guidelines related to the environment.

Main Laws Concerned

- The Basic Environment Law
- Air Pollution Control Law
- Water Pollution Control Law
- Noise Regulation Law
- Waste Management and Public Cleansing Law
- Soil Contamination Countermeasures Act
- Law Concerning Reporting, etc. of Releases to the Environment of Specific Chemical Substances and Promoting Improvements in Their Management
- Law Concerning the Promotion of the Measures to Cope with Global Warming
- Act on the Rational Use of Energy

AGC Group Internally Applied Main Rules and Documents

- AGC Group Environment Policy
- AGC Group Environmental Management Working Rule
- Basic Integrated Environmental Management Regulations (Integrated Environmental Manual)
- AGC Group Guidelines Regarding Measures for Soil and Groundwater Control
- Guidelines for Taking Back Products and Waste Management

AGC Consultancy

- EHSQ General Division

3.3 Relations with Government Officials and Politicians

Political Funds and Activities

The Political Funds Control Act prohibits us from making a contribution to any person/organization other than a political

party or political fund-managing organization and also restricts corporate contributions in a significant way. You are requested to be particularly discreet in such cases where you cannot help but be involved with politicians in your business activities.

Important Points

Matters to Be Observed

- ✔ Do not donate moneys, provide items, or purchase political fund party tickets in order to gain a commercial, contractual or personal advantage.
- ✔ When donating moneys to political parties and political fund-managing organizations, you must obtain the required approval from management, and if there are also rules on reporting to related departments, you are requested to make a timely report without fail.
- ✔ Do not donate any moneys or provide any items as a corporation to individual politicians (including candidates for public posts).

Keep in mind that political principles are a personal matter for each individual. The AGC Group does not permit any company organization to compel an individual to support a specific political party or to vote for a specific candidate against his/her will. You are free to support a specific political party or to be a candidate, provided that it is completely independent from your company and it must not obstruct your company's operations.

Facilitation Payments

“Facilitation payments” means small payments made to officials to expedite routine government actions, such as administrative processes. These routine actions must never include any decision by a government official to award new business or to continue business with the company.

While the AGC Group prohibits making facilitation payments in principle, if it is unavoidable to do so in the

circumstances, facilitation payments may be allowed in very limited circumstances in a specific country or area. When making facilitation payments, you must strictly follow the points below.

Important Points

Matters to Be Required

- ✔ You must obtain the required approval upon confirmation of legality.
- ✔ The need for the facilitation payment must be carefully checked each time a request for approval is made.
- ✔ All payments should be properly accounted for and recorded by the company.

Main Laws Concerned

- Penal Code
- Unfair Competition Prevention Act
- Act on Punishment of Public Officials' Profiting by Exerting Influence
- Political Funds Control Act
- Public Offices Election Act
- National Public Service Ethics Code

AGC Group Internally Applied Main Rules and Documents

- AGC Group Anti-Bribery Rules
- Anti-Bribery Guidelines for specific countries or regions

AGC Consultancy

- General Affairs Division
- Legal Division

3.4 Insider Trading

Prevention of Insider Trading

When you are concerned that something might fall under the category of insider trading in selling or buying AGC's shares or the like, you should make an advance inquiry to the Administrative Office of the Information Control Council. For details, see the Main Principles for Establishing the Information Control Council, and Insider Trading Prevention and Control Rules.

Main Laws Concerned

- Financial Instruments and Exchange Act
- Rules for timely disclosure of each Securities Exchange

AGC Group Internally Applied Main Rules and Documents

- The Main Principle for Establishing the Information Control Council
- Insider Trading Prevention and Control Rules

AGC Consultancy

- Corporate Communications & Investor Relations Division

3.5 Confrontation with Anti-Social Powers

We have no contact with anti-social powers.

The AGC Group has announced its firm corporate stance on confronting anti-social powers and ensures that we will have absolutely no relationships with them. Specifically, you must observe the following points.

Important Points

Matters to Be Observed

- ☑ Do not provide anti-social powers with any funds or facilities regardless of the reason.
- ☑ Do not give in to any threat and bullying from anti-social powers.
- ☑ When confronting anti-social power, do not act alone. In the event that you have been threatened by anti-social powers, you should promptly inform the relevant department and report to the police, and act under their direction.
- ☑ Do not use anti-social powers.
- ☑ Do not subscribe to magazines and newspapers issued by anti-social powers.
- ☑ When starting transactions with a new business operator, you must confirm that the operator has no relationship with anti-social powers.

Main Laws Concerned

- Companies Act
- Act for the Prevention of Wrongful Acts by Members of Organized Crime Groups
- Regulations regarding crime syndicates by local governments

AGC Consultancy

- General Affairs Division

Help-Line Practice

1. Personnel to Whom the Help-Line Is Available

The Help-Line is available to employees and executive members (including former employees and executive members) of the AGC Group as well as any other persons who have business relationships with the AGC Group, including employees of subcontracting companies and

temporary employees working for the Group.

2. Contact and Consultations

We accept consultations under either real names or anonymously. However, it is difficult for us to take appropriate action unless we have enough information or communications with those who have consulted us in the course of the investigation. So, we would like you to use your real name as much as possible in consultations. If it is difficult to use your real name, please provide us with a means of contacting you to the extent possible.

We will send a notice of receipt and provide feedback after our investigation to those who have consulted us under their real names or those who have provided us with a means of contacting them.

Especially in reporting on any violation of the AGC Group Code of Conduct (CoC), please note the following (1) to (4) and provide information as specifically as possible.

- (1) Time and frequency of the violation
- (2) Name of the department and person concerned
- (3) Details (including the distinction between your actual experience or hearsay)
- (4) Why you think it is a violation

3. Protecting Anonymity

We will ensure that your anonymity is protected when we conduct an investigation, etc., even though consultation or reporting is made under your real name.

Please understand that in principle, your name will be disclosed to the members of the Japan and Asia Compliance Committee and Office of the Committee.

4. Treatment of Those Who Have Consulted or Provided Notification

We do not unfavorably treat those who consult us by such ways as wage reduction and dismissal, for the reason of their having sought a consultation or providing

notification. Acts of retaliation against such persons are subject to disciplinary action under the Work Rules. If you are treated unfavorably for having consulted us, providing notification or cooperating with an investigation, or if there is a possibility thereof, please contact Help-Line. We will take appropriate actions.

If you have consulted on or notified us of your own violation of the CoC, extenuating circumstances may be taken into consideration in deciding disciplinary action.

5. Subjects of Consultations or Notification

Making a report for the purpose of mere abuse or slander and intentionally reporting false information are prohibited.

Also, your consultation or notification accepted at Help-Line must be matters related to the CoC. We will not respond to any private legal consultation that has nothing to do with our business operations (for example, inheritance issues or other private matters).

Note: For details of Help Line practice, please refer to the Rules for the AGC Group Help-Line in Japan.

Contact and Consultation with Help-Line
Office of the Japan/Asia Compliance Committee

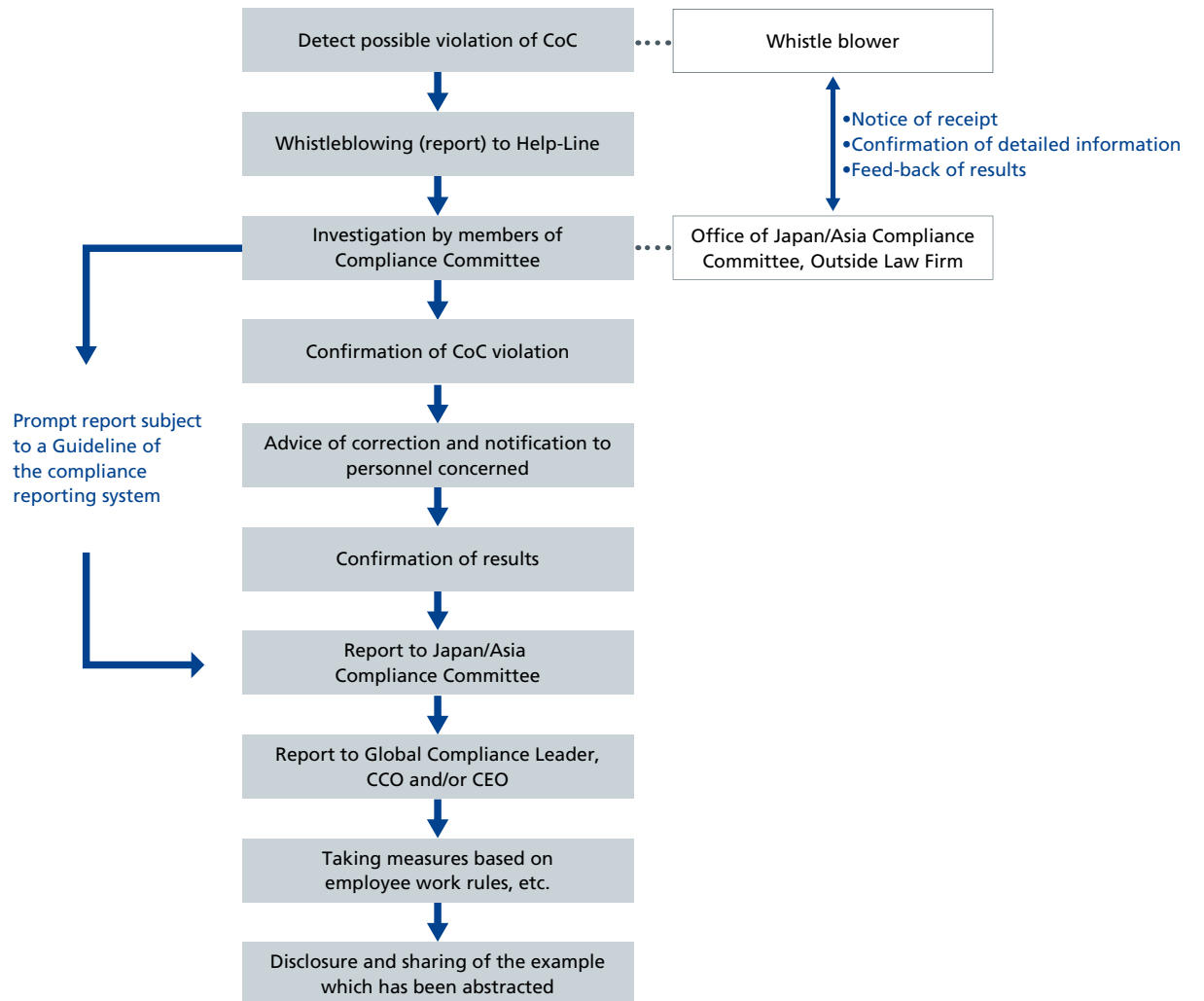
Phone/Fax
03-3218-5546 •If the person in charge is not available, please leave a contact number where we can reach you on the answering machine.
E-mail
help-line@agc.com •You can email from your home PC or cell phone.
Internet (encrypted communication available)
https://contact.agc.com/webapp/form/17985_tpab_59/index.do •You can contact without disclosing your name. •You can contact us from anywhere, even if you do not have an e-mail address. •The website has a link to AIDAS and the homepage of CSR.
Address
1-5-1 Marunouchi, Chiyoda-ku, Tokyo, 100-8405 The Office of the Compliance Committee, AGC Inc.

Outside Law Firm (Miyake & Partners)

Please tell them that your consultation concerns the AGC Group.

Phone
03-5288-1021
Fax
03-5288-1025
E-mail
t-hasegawa@miyake.gr.jp
Address
To be addressed to the "AGC Group Help-Line" c/o Miyake 1-7-1 Yurakucho, Chiyoda-ku, Tokyo, 100-0006 Miyake & Partners

Flow chart in case of a whistle blow of violation against CoC and of any serious violation confirmed



Certifications

1. Purpose of Submitting a Certification

AGC Group employees are required to submit a certification on a regular basis for the purpose of renewing their recognition of compliance with the CoC and maintaining the Group's corporate climate that values compliance with the CoC. You are also expected to:

- Recap the CoC.
- Review your behavior and the environment of your workplace from the standpoint of compliance with the CoC.
- Discuss with your coworkers and share your opinions.
- Address any issues found and make improvements.

2. Submission of the CoC Certification

All employees who are subject to the submission (excluding those who are on a long-term absence including leave of absence from work) must submit a certification as required.

In submitting your certification, if there is any reason for not making an oath such as you have doubts over whether your present job would violate compliance or you hesitate to make an oath because an improvement commenced in your workplace has not been accomplished, you may describe the reason/your situation in the space provided on the certification form.

If you do not submit your certificate without a legitimate reason, your action will be reported to the manager of your division and may lead to disciplinary action.

3. Where to Submit

The CoC certification shall be submitted the President of your company.

In the case of dispatched employees, the person may be regarded to have submitted a certification if he/she submitted a certification to his/her original company.

•Example

To the President,

Personal Certification on the Code of Conduct

I acknowledge that I have received and read the AGC Group Code of Conduct, and understand and agree that I have obligations to comply with the Code of Conduct.

I declare that I will comply with and will not violate the Code of Conduct.

There are no violations of the Code of Conduct within the work under my purview, except for the already reported items or the items entered below.

Note: Signing the Personal Certification means to engage and to promise your faith.
Please examine yourself and answer honestly.

Please select one.

- I declare this certification.** (Please sign your signature.)
- I can not declare this certification because I have some concerns.**
(Please write your concerns and your name in the space for free comment.)

Date (Y/M/D)	/ / /
Your department	
Signature	
Comments	

In case of something suspicious or a concern:



1. Consult the Code of Conduct booklet

If you have any questions or concerns about compliance, please refer to this Code. It will provide you with guidelines and scenarios to help you make the right choices.



2. Report it

If you suspect a compliance violation, report it to your regional compliance helplines or contact management. You may use other Compliance Resources as well.



3. Cooperate with investigations

The AGC Group investigates suspected compliance violations fairly and thoroughly. All employees are expected to cooperate fully with the Company's investigations into potential violations.



4. Retaliation is prohibited

Acts of retaliation against any person reporting a possible or actual violation in good faith are strictly prohibited in the AGC Group.



Your Dreams, Our Challenge

AGC Inc.

www.agc.com/en

1-5-1, Marunouchi, Chiyoda-ku, Tokyo, 100-8405, Japan

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