

## **CANON MEDICAL SYSTEMS UK LTD PARTNER CODE OF CONDUCT**

### **APPLICABILITY**

Canon Medical Systems UK Ltd (CMSUK), and its affiliated companies are committed to integrity and quality; and expect the highest standards from those entities with whom we work. To ensure that such high standards are maintained, this Partner Code of Conduct ("Code") sets forth the requirements and expectations for the conduct of all partners, including but not limited to, suppliers, resellers, distributors, developers, vendors, contractors, sub-contractors, agents, joint venture partners, or other applicable parties ("Partners"). The Code sets forth, without limitation, certain business, legal and ethical expectations for key areas of responsibility. All Partners are expected to adhere to the provisions herein.

### **LEGAL COMPLIANCE AND BUSINESS INTEGRITY**

#### *Ethical Business Conduct*

CMSUK expects its Partners to adhere to the highest standards of moral and ethical conduct, to respect local laws and not engage in any form of corrupt practices. Partners must adhere to all applicable laws and regulations in the countries and jurisdictions in which they are subject to or operate.

- Partners must comply with all anti-trust and anti-competition laws and international trade regulations.
- Partners must comply with international anti-bribery standards as stated in the United Nations Global Compact Principle 10 and all applicable local anti-corruption and bribery laws, including the U.K. Bribery Act 2010.
- Partners must not directly or indirectly give or receive improper business advantage via the giving or receiving of anything of value in exchange for preferential treatment and must maintain and enforce adequate procedures to ensure employee compliance.
- Partners must not engage in, and must take reasonable steps to ensure their employees do not engage in extortion, fraud, falsification of documents, embezzlement, corruption, collusive bidding, price fixing, price discrimination, unfair trade practices or other illegal or improper activities (OECD Guidelines for Multinational Enterprises).

- Partners must ensure compliance with all relevant import and export laws, rules and regulations governing the import or export of parts, products, components, technical information or data and to refrain from conducting business with any person or entity on an excluded list maintained by a relevant government agency or organization.

### *Conflicts of Interest*

- Partners are expected to avoid all conflicts of interest or situations giving the appearance of a conflict of interest. Partners are expected to provide notification to all affected parties in the event of an actual or potential conflict of interest.

### *Confidential Reporting / Whistleblowing*

- Partners are expected to have appropriate procedures and safeguards in place to manage internal and external reports about operational issues or events that contravene the law and/or the various codes of conduct applicable to them (including this Code).
- Partners confirm their compliance with the PIDA (Public Interest Disclosure Act 1998) and all other applicable confidential reporting and whistleblowing local laws in the country or countries in which they operate (e.g. SOX, JSOX).
- CMSUK Partners operating in Scotland are expected to adhere to the Scottish Whistleblowing Standards: <https://inwo.spsa.org.uk/download>

### *Data Protection and Confidential Information*

- Partners will take appropriate steps to protect confidential and proprietary information, Intellectual Property, and data belonging to CMSUK (and if applicable that of CMSUK's affiliates), and ensure that such confidential and proprietary information, Intellectual Property and data is not disclosed or used for any purpose not authorised by CMSUK (or if applicable CMSUK's affiliate(s)).
- Partners will ensure compliance with all relevant laws, rules and regulations related to the protection, transfer, access and storage of personnel, sensitive or otherwise protected information, including (without limitation) the General Data Protection Regulation (GDPR)(Regulation (EU) 2016/679) or UKGDPR (as applicable).

## **HUMAN RIGHTS AND FAIR LABOUR**

### *Child Labour*

CMSUK is committed to the elimination of the “worst forms of child labour,” as defined by International Labour Organization (ILO) Convention 138 & 182, from its supply chain. We expect our Partners to support and participate in industry efforts aimed at the elimination of such practices wherever they exist in the supply chain.

### *Forced/Prison Labour*

Partners must not utilise or benefit in any way from forced or compulsory labour, including slave labour, nor utilise factories or subcontractors that force unpaid labour. The use of official prison rehabilitation programs is not a breach of the Code.

### *Modern-Slavery / Human Trafficking*

Partners must comply with the Modern Slavery Act 2015, and/or any regulations prohibiting slavery or human trafficking and comply with all applicable local laws in the country or countries in which they operate. Partners must refrain from violating the rights of others and address any adverse human rights impacts of their operations.

### *Working Hours and Wages*

Partners should provide wages at least equal to the applicable legal minimum wage and any associated statutory benefits. Working hours should reflect applicable legal norms and overtime hours should be paid at the legally mandated premium or at least at the same rate as regular hours worked if there is no mandated premium.

### *Freedom of Association*

Partners should respect employees’ right to freedom of association including the right to collectively bargain, consistent with local laws and ensure that all employee relationships are of a voluntary nature.

- Respect employees’ right to freedom of association (including the right to collectively bargain).
- Partners should provide confidential channels for employees to raise grievances, and records should be maintained.

### *Non-Discrimination*

Hiring and employment decisions, including those relating to compensation, benefits, promotion, training and development, discipline, and termination, should be made solely on the basis of the skill, ability, and the performance of workers. Discrimination is not permitted on the basis of age, race, religion or belief, gender/gender reassignment, sexual orientation, political opinion, marital status (or being in a civil partnership), being pregnant or on maternity leave and disability. Partners must comply with all applicable local, national and international laws relating to non-discrimination.

### *Harassment*

The Partner must put into place a robust and well-communicated policy and guidance that clearly states the organisation's commitment to promoting dignity and respect at work, taking reasonable steps to ensure discrimination and harassment are prevented both in the workplace and on-line.

### *Health and Safety*

The Partner must provide employees with a safe and healthy working environment for all employees that includes appropriate controls, safety procedures, preventative maintenance, and protective equipment. Practices must comply with all relevant local and national laws, codes and regulations.

## **SOCIAL AND ENVIRONMENTAL PRACTICES**

### *Environment and Sustainability*

ESG (Environment, Social and Governance) impact is a key part of CMSUK's business practices and the Company is committed to operating in a sustainable way, striving to conduct its operations in a way that conserves natural resources.

Partners are also expected to operate in a sustainable way.

As a minimum, Partners must fully comply with all local laws and regulations that relate to its business operations.

The Partner will also, on a continual improvement basis, reduce its impact on the environment by increasing its environmental performance, by setting policies and measurable environmental improvement plans and objectives aimed at protecting the environment through pollution prevention and resource reduction including:

- Reducing its carbon footprint
- Reducing/recycling waste where possible by implementing appropriate conservation measures in its operations
- Actively operating energy conservation and greenhouse gas mitigation policies
- Considering 'sustainability' when purchasing its goods and services and where practicable purchase from sustainable sources

Partners will ensure their staff (and other contracted personnel) are made aware of:

- the Partner's corporate environmental/sustainability values
- the Partner's environmental policy and environmental management system
- CMSUK's requirements in respect of sustainability
- their environmental and sustainability responsibilities under all of the above

Partners must be able to demonstrate (with evidence) their environmental and sustainable credentials and achievements.

## **INFORMATION SECURITY & BUSINESS CONTINUITY**

To the extent that partners provide services to CMSUK that include the processing of CMSUK information (e.g. manipulation, reading, storage, or transmission) the partner agrees to apply appropriate information security safeguards and processes to protect the Confidentiality, Integrity and Availability of CMSUK's information assets.

The partner agrees not to disclose CMSUK data to third parties that have not signed an explicit Confidentiality agreement, which has been approved by CMSUK's Legal team.

The partner agrees to report any Information Security Incidents to CMSUK within an agreed time frame.

All Partners will, based on their Risk assessment (see ISO31000 and ISO22301 for guidance) evaluate their business continuity risks and apply adequate measures to ensure that foreseeable risks to the continuity of the business are controlled as far as is reasonably practicable, so the organization and thus CMSUK as their customer, can continue to function with as little disruption as possible should a situation arise.

## **VERIFICATION AND COMPLIANCE**

Partners should have adequate monitoring and record-keeping systems to ensure compliance with the Code. CMSUK reserves the right to monitor, review and verify compliance (which may include audit) with the Code. In case of non-compliance, corrective actions will be set forth, in order to ensure compliance with laws and

regulations. CMSUK reserves the right to terminate its business relationship with a Partner who is unwilling to comply with the Code.

## **AGREEMENT TO COMPLY WITH QUALITY AND REGULATORY STANDARDS**

To the extent that Partner supplies a complete medical device that is integrated into a CMSUK product and/or is resold separately as part of (or along with) a CMSUK product requiring compliance with applicable regulations, Partner acknowledges its commitment to comply, with all current applicable Quality and Regulatory Standards. The Partner shall provide the following information to CMSUK:

- a. ISO Certification/MDSAP Certification;
- b. EC / UKCA Certificate;
- c. EC / UKCA Declaration of Conformity;
- d. EU / UK Essential Requirements checklist
- e. DCB0129 Compliance (for software products)

## **PARTNER'S CERTIFICATION OF COMPLIANCE**

By its acceptance of any purchase order or contract from CMSUK, the Partner acknowledges its acceptance of the current Code and intention to comply with its requirements.

If you have additional questions about this Partner Code of Conduct, please contact CMSUK's Compliance Officer at [QADept.UK@eu.medical.canon](mailto:QADept.UK@eu.medical.canon)