

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

Canon Medical Systems UK Ltd (CMSUK) vision is to enrich every life we touch. As members of the UN Global Compact, we are committed to aligning with ten universally accepted principles across human rights, labor, environment, and anti-corruption that promote responsible business practices and contribute to the attainment of sustainable development goals (SDGs). We are also committed to net zero by 2045. We seek to partner with organisations that share these values and align with our commitment to responsible business practices.

CMSUK and its affiliated companies are committed to integrity and quality; and expect the highest standards from partners with whom we work. This Partner Code of Conduct ("Code") sets forth the standards we expect from 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, business, legal and ethical expectations for key areas of responsibility. All Partners are expected to adhere to the provisions herein.

The provisions of this Code are derived from and respect internationally recognized standards including:

- OECD Guidelines for Multinational Enterprises
- UN Guiding Principles on Business and Human Rights
- ILO Declaration on Fundamental Principles and Rights at Work
- ILO Fundamental Conventions
- UN Universal Declaration of Human Rights
- UN Convention against Corruption

### **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 and third-party compliance.

- Partners must prohibit their employees to engage in any illegal activities. Partners must and take reasonable steps to ensure their employees and third parties do not engage in bribery, 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 organisation.

Transparent monitoring, record keeping, and enforcement procedures (including adequate training of employees) shall be implemented to ensure compliance with the above and to ensure compliance with all applicable laws, regulations and prevailing industry practices.

#### *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>
- CMSUK manages a confidential whistleblowing portal should partners wish to confidentially report any concerns <https://uk-medical-canon.trusty.report/>

#### *Data Protection and Confidential Information*

- Partners must 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).

*Disclosure of information and transparency*

Partners commit to transparent information sharing and reporting. Information regarding Partners labour, health and safety, environmental practices, business activities, structure, supply chain, financial situation, and performance shall be disclosed in accordance with applicable regulations and prevailing industry practices.

*Supply chain transparency*

Partners should map their supply chain and where appropriate extend the requirements detailed in this partner code of conduct to their supply chain. Partners should adopt responsible sourcing practices.

**LABOUR AND HUMAN RIGHTS**

Partners commit to respecting the human rights of employees, and to treat them with dignity. This applies to all employees including temporary, migrant, contract and direct employees as well as any apprentices. Partners should also extend these requirements to their supply chain.

*Child Labour / Young workers* 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. Our Partners should support and participate in industry efforts aimed at the elimination of such practices wherever they exist in the supply chain.

Employees under the age of 18 (Young Workers) shall not perform work that is likely to jeopardise their health or safety, including night shifts and overtime. Partners shall ensure proper management of any apprenticeships through proper maintenance of records, rigorous due diligence of educational partners, and protection of rights in accordance with applicable laws and regulations.

Participants shall implement an appropriate mechanism to verify the age of employees.

*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.

Partners must:

- Respect freedom of movement and right to terminate employment
- Prohibit the use of employee paid recruitment fees
- Not confiscate original identification documents
- Provide access to remedy, compensation and justice for victims of modern slavery

#### *Working Hours and Wages*

Partners should provide or work towards providing wages at least equal to the applicable living wage (in the UK set by the Living Wage Foundation), and any associated statutory benefits. Workers shall receive equal pay for equal work and qualification. Working hours should reflect applicable legal norms and should not exceed 60 hours, including overtime, a week except in unusual or emergency circumstances. Overtime hours should be voluntary and paid at the legally mandated premium or at least at the same rate as regular hours worked if there is no mandated premium.

All use of other contracted personnel (e.g. temporary and outsourced labour) shall be within the limits of the local law.

#### *Freedom of Association and Collective Bargaining*

Partners should respect employees' right to freedom of association, without fear of discrimination or reprisals, including the right to collectively bargain, consistent with local laws and ensure that all employee relationships are of a voluntary nature.

To demonstrate this respect Partners:

- should encourage and maintain a workplace culture where workers feel free to share ideas and concerns with management, without fear of discrimination, reprisal, intimidation or harassment
- should provide confidential channels for employees to raise grievances;
- maintain complete, accurate and up to date appropriate records

#### *Non-Discrimination and harassment*

Partners shall commit to a workplace free of harassment, victimisation and discrimination. There shall be no harsh or inhumane treatment including violence, gender-based violence, sexual harassment, sexual abuse, corporal punishment, mental or physical coercion, bullying, or verbal abuse of employees; nor is there to be the threat of any such treatment. Partners 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.

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 employees. Discrimination is not permitted on the basis of age, race, religion or belief, gender/gender reassignment, sexual orientation, political opinion, union membership, marital status (or being in a civil partnership), being pregnant or on maternity/paternity leave and disability. Workers shall be provided with reasonable accommodation for religious practices and disability if requested. Partners must comply with all applicable local, national and international

laws relating to non-discrimination and policies and guidance in support of the above must be clearly defined and communicated to employees, temporary contractors and out-sourced labour.

Partners should put in place proactive policies and programmes to promote Equality, Diversity and Inclusion in the workplace.

### *Health and Safety*

The Partner must provide a safe and healthy working environment for all employees, including appropriate controls, measures, safety procedures, preventative maintenance regimes appropriate protective equipment, appropriate employee information and training, all which shall be maintained through on-going monitoring. Practices must comply with all relevant local and national laws, codes and regulations.

Employees shall be encouraged to raise any health and safety concerns without fear of reprisals.

Employee exposure to chemical, biological, and physical agents shall be identified, evaluated, and controlled. When hazards cannot be adequately controlled, employees shall be provided with and use appropriate, well-maintained, personal protective equipment free of charge.

Potential emergency situations and events shall be identified and assessed, and their impact minimized by implementing emergency plans and response procedures including emergency reporting, employee notification and evacuation procedures, training, and drills

Partners shall provide employees with appropriate workplace health and safety information and training for all identified workplace hazards that employees are exposed to.

Health and safety related information shall be easily accessible by employees. Health information and training shall include content on specific risks to relevant demographics, such as gender and age.

## **ENVIRONMENT**

### *Environment and Sustainability*

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

Partners will assess and reduce impact on the environment by improving their environmental performance by setting policies, commitments and measurable environmental improvement plans and objectives, relevant to the size and type of the business, aimed at protecting the environment including but not limited to:

- Measuring and reducing scope 1, 2 and relevant scope 3 emissions
- Establishing an emissions reduction target, ideally committing to reaching net zero by 2045 or before
- Actively operating energy conservation and renewable energy policies
- Identifying, managing, reducing and recycling waste. Responsibly disposing of waste where recycling/ eliminating waste is not yet possible.

- Considering 'sustainability' when purchasing its goods and services and where practicable purchase from sustainable sources
- Seeking water conservation methods
- Ensuring safe handling, use and recycling/ disposal of hazardous chemicals
- Establishing an Environmental Management System
- Identifying opportunities to adopt practices that restore nature and biodiversity
- Adopting circular economy principles such as refurbishing or reusing where possible
- Minimise use of packaging and opt for reused/ recycled and reusable/ recyclable packaging where possible
- Committing to continuous monitoring and improvement

Partners should extend these requirements to their supply chain.

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

- Partner's corporate environmental/sustainability values and commitments
- Partner's environmental policy and environmental management system
- CMSUK's requirements in respect of environment and 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 if requested by CMSUK.

## **COMMUNITY IMPACT**

Partners shall respect the communities in which they operate. CMSUK encourages partners to make a positive social impact in the communities by contributing to their social, environmental and economic welfare.

## **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), Partners are expected to implement and maintain appropriate administrative, technical, and physical safeguards to protect the confidentiality, integrity, and availability of all data and systems entrusted to, or supplied by them. This includes, but is not limited to, secure storage and transmission of data, access controls, regular security updates, and protection against unauthorized access or disclosure.

Partners will comply with relevant data protection laws, and their obligations under these (e.g. UK GDPR, the Data Protection Act 2018).

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. Partners are required to ensure that any subcontractors or third parties they engage, adhere to the same information security standards

The partner agrees to report any actual or suspected security incidents, or data breaches involving CMSUK's data to CMSUK within an agreed time frame from discovery.

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)