

Terumo Global Third Party Anti-Corruption and Anti-Bribery Policy

Effective Date: January 1st, 2017

The corporate mission of Terumo is "Contributing to Society through Healthcare". In pursuit of the corporate mission, Terumo is committed to the highest ethical conduct in business, values integrity and transparency, has a zero tolerance for corrupt behavior of any kind, whether committed by its Associates or by third parties acting for or on behalf of Terumo. To uphold these principles Terumo has adopted "Terumo Global Anti-Corruption and Anti-Bribery Policy". For your easy understanding, Terumo has adopted this concise version of the Terumo Global Anti-Corruption and Anti-Bribery Policy, as the "Terumo Global Third Party Anti-Corruption and Anti-Bribery Policy". Terumo requests that you uphold the highest ethical conduct while doing your business.

1. When this Policy applies to you

This Policy is applicable to you whether you are an individual, company, association, partnership or other entity, when you are (i) acting for or on behalf of Terumo in dealing with any Person (including Government Officials and HCPs) such as an agent or consultant, or (ii) promoting or selling Terumo products such as a dealer or distributor. In case that you use any sub-agent, sub-distributor, consultant, representative or other similar third party ("Sub-Agents") you should ensure that your Sub-Agents abide by the standards not lesser than this Policy.

2. Compliance with Anti-Bribery Laws

You shall comply with the applicable Anti-Bribery Laws.

3. Prohibition of any Improper Payment

3.1 You shall not, directly or indirectly make, offer to make, promise, arrange, participate in, consent to or authorize, any Payment to or for any Government Official or any other Person (including HCP) for the improper purpose of influencing, inducing, or rewarding any act, omission or decision of the Government Official or the Person, or the entity or organization the Government Official or the Person working for, in order to secure an improper advantage or otherwise to assist in obtaining or retaining business. Such Payment, irrespective of its

source, shall be improper Payment and is prohibited.

3.2 You shall uphold the "knowing" standard, which is broad and encompasses more than just conscious awareness that prohibited conduct is or may be occurring. The "knowing" standard includes all acts, events, circumstances, conduct, situations and occurrences of which you have Knowledge. Ignoring, disregarding or turning a blind eye to such matters of which you have Knowledge or you are reasonably expected to have Knowledge is a violation of this knowing standard and is therefore also a violation of this Policy.

3.3 When discussing, for or on behalf of Terumo, tenders or award of contracts to provide goods or services to Terumo, you shall not request, solicit or accept any Payment from any Person which would benefit you, or any other Person, rather than Terumo.

4. Books and Records

You shall maintain accurate, complete and true records of all Payments in relation to your business activities (including interactions with Government Officials and HCPs) for and on behalf of Terumo or promoting or selling Terumo products, reflecting the true nature of such Payments.

5. Training

You are encouraged to arrange training for your employees and Sub-Agents to ensure compliance with this Policy as well as applicable Anti-bribery Laws.

6. Definitions

"Anti-Bribery Laws" means any laws and regulations countering corruption and bribery applicable in the countries where Terumo (whether through you, a third party or otherwise) conducts business. Such laws and regulations include the Criminal Law of Japan, the Unfair Competition Prevention Act of Japan, the Foreign Corrupt Practices Act of the United States of America and the Bribery Act of the United Kingdom

"Government" means any department, agency, instrumentality, subdivision or other body of any national, state, regional, or local government, including hospitals or other health facilities, which are owned or operated by a government, and any regulatory agency and government-

controlled business, corporation, company and society;

"Government Official" means:

(i) any elected or appointed Government official (e.g., a legislator or a member of a Government ministry);

(ii) any Person employed by or under contract with or otherwise acting for or on behalf of a Government (e.g., a HCP employed by a Government hospital or a researcher employed by a Government university);

(iii) any political party officer, candidate for public office, officer, employee or Person acting for or on behalf of a political party or candidate for public office;

(iv) any officer, employee or Person acting for or on behalf of a public international organization;

(v) any member of a royal family or member of the military; and

(vi) any Person otherwise categorized as a Government Official under law.

"HCP" means any individual and entity that use, recommend, purchase, or prescribe medical technologies.

"Knowledge" You are considered to have "Knowledge" of a corrupt event, circumstance, situation, occurrence, action or conduct if you, as the case may be, (i) are aware, or are reasonably expected to be aware, that an improper Payment is behind made, (ii) are aware, or are reasonably expected to be aware, that an improper Payment is likely to occur, or (iii) have a reason to know that an improper Payment is likely to occur. Refusal to know, deliberate ignorance, conscious disregard, and willful blindness are treated as "Knowledge" for purposes of this Policy.

"Payment" means any payment of money, transfer of stock, bonds or any other property, the payment of expenses, the providing of services of any type, the assumption or forgiveness of any indebtedness, or any other transfer or use of goods, services, tangibles, intangibles that accrues to the benefit of the ultimate recipient. Payment includes but are not limited to, cash

or cash equivalents, gifts, hospitality, compensation for services, services, employment offers, loans, travel expenses, entertainment, grants, political contributions, charitable donations, subsidies, per diem payments, sponsorships, discount, honoraria or provision or use of any other asset, even if nominal in value.

"Person" means any individual (including Government Official and HCP) acting in its personal capacity or on behalf of an entity or organization the Person is working for.

"Terumo" means Terumo Corporation and Group Companies collectively.

7. Revision History

Effective Date: January 1st, 2017