

Code of Conduct

NEC Europe Ltd.,
The Fourth Edition, July 2020

Revising the “NEC Group Code of Conduct”



Twenty years have passed since the “NEC Code of Conduct” was first established in 1999. Since that time, revisions were made in 2004, resulting in the current “NEC Group Code of Conduct,” which represents the NEC Group's standard code of conduct throughout the world. From the very beginning, this code has consistently played an important role as a guideline to ensure the NEC Group's compliance.

In recent years, the worldwide business environment has been changing rapidly, and in addition to focusing on compliance, the NEC Group has also turned its attention to promoting Sustainable Development Goals (SDGs) and Environmental, Social and Governance (ESG) initiatives.

The NEC Group contributes to creating the values of safety, security, fairness and efficiency by utilizing its Information and Communication Technology (ICT) strengths to solve new social issues related to the Digital Inclusion era. In order to succeed, it is essential that we maintain integrity and a high level of ethics so as to be trusted by society.

Today, as the NEC Group celebrates 120 years since its establishment, 20 years of honouring the “NEC Code of Conduct,” and a proud history of prioritizing compliance, we are now revising the “NEC Group Code of Conduct.” With this revision, “Human Rights” and the “Environment” will be taken into consideration from the ESG point of view, and greater attention will be placed on the conduct of NEC employees as members of a global company that solves social issues through the power of ICT.

I expect all members of the NEC Group to continuously earn and maintain the trust of society, with an appreciation for the new “NEC Group Code of Conduct,” and to ensure compliance with uncompromising integrity.

January 2020
President and CEO
Takashi Niino
NEC Corporation

A handwritten signature in black ink, appearing to read 'T. Niino', written in a cursive style.

Revising the “NEC Group Code of Conduct”

In the same sense, already stated by our President and CEO Takashi Niino, I would like to contribute to the enhancement and performance of NEC Ethics & Compliance Culture and the integrity in the business activity.

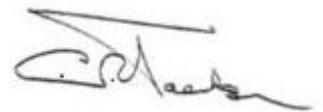
Our Code of Conduct is the reflection of our corporative values and principles that guide our Group and the activity of all the employees.

The approval and effective implementation of NEC Policies, specially our Code of Conduct and Ant bribery System, is one of our highest priorities in order to become a reference in our sector.

We are convinced that all our effort to develop the values of NEC and build a solid reputation will lead us to become a more successful Corporation.

The contribution of all of you is key to succeed in our mission of doing business with the highest ethical and Compliance standards.

President and CEO
Chris Jackson
NEC Europe



General Provisions

Scope of application

This Code of Conduct shall apply to all officers and employees of each company in the NEC Group (including fixed-term contract employees, temporary employees, and part-time employees). The “NEC Group” refers to NEC Europe Ltd., and its subsidiaries. This Code of Conduct would be available to Third Parties.

Establishment and revision

This Code of Conduct shall be established or revised upon approval of the Board of Directors of NEC Europe Ltd., following deliberations by the Risk Control and Compliance Committee of NEC Corporation. Each NEC Europe Ltd., subsidiary may partially amend the content of this Code of Conduct to the extent that such amendment is consistent with this Code of Conduct, and apply such amended Code of Conduct to its officers and employees upon approval thereof by the Board of Directors of such company.

Compliance with the Code of Conduct

Officers and employees are required to comply with this Code of Conduct. The officers, General Manager of each department, and managerial personnel shall take leadership in implementing this Code of Conduct and developing an open culture in their organization, and also provide advice and guidance to employees to ensure that they comply with the provisions set forth in this Code of Conduct. Relevant departments shall establish in-house policies, guidelines and behaviour manuals, promote awareness of specific rules to be observed, provide advice and guidance, and perform other necessary activities.

Consequences of Violation

In cases where an officer or employee violates this Code of Conduct, such officer or employee may be subject to disciplinary action in accordance with applicable laws and regulations, and in-house policies. If the Company suffers any loss or damage caused by such violation, the Company may make a claim for damages and take other legal actions.

Operational system

This Code of Conduct shall be supervised by Europe Legal and Governance Department, which shall promote compliance with this Code of Conduct in cooperation with relevant NEC Europe Ltd., subsidiaries and departments. The Corporate Auditing Bureau of NEC Corporation shall audit the status of compliance with this Code of Conduct.



1. Basic Position

Acts in good faith based on high ethical standards

I will comply with international rules, applicable laws and regulations, this Code of Conduct, and in-house policies and guidelines in every aspect of the Company's activities at all times, and also understand the cultures and customs of countries and regions, and act in good faith in accordance with a good social conscience based on high ethical standards.

Awareness and responsibility as an employee of an ICT company

I will recognize my responsibility as an employee of the Company that creates new value through ICT, and will actively and appropriately utilize ICT. In addition, I will fully understand the value and importance of information and ensure to respect human rights in data utilization and to implement information security including measures against cyber-attacks, and thereby will aim to earn trust from customers and society.

Coexistence with local communities

I will always accept social demands in a modest and sincere attitude, and act so as to contribute to the development of local economies, cultures and education through our business and community-based corporate citizen activities.

Fair relationship with stakeholders

I will maintain a fair, equitable, and transparent relationship with stakeholders and will not perform any act of corruption, collusion, coercion or fraud, or any other misconduct.

Prohibition on any act contrary to the Company's interests

I will not perform any act pursuing my own or a third party's interests contrary to the Company's legitimate interests or any act that may damage the trust or honour of the NEC Group or cause any loss or damage to the Company.

2. Respect for Human Rights

Respect for human rights

I will understand the Universal Declaration of Human Rights and other international human rights standards and respect human rights. I will not allow any act that may be prejudicial on the grounds of race, beliefs, age, social position, family origin, nationality, ethnicity, religion, gender, sexual orientation and gender identity, or disability, or any act that may offend the dignity of any individual such as bullying, harassment, child labour, or forced labour.

Respect for privacy

I will respect the private information of individuals that is acquired at the workplace or in the course of my duties. In addition, I will pay the utmost attention to ensure that our business activities that solve social issues by utilizing ICT do not cause any privacy or other human rights issue.

Respect for each other's way of life

I will respect the diverse characteristics and values of my colleagues and other stakeholders, thereby I will create and encourage others to create new social value and innovation. In addition, I will aim to keep a balance between my work and private life by utilizing ICT to diversify work styles and improve productivity and thereby realize my way of life filled with cheer and hope.





3. Environmental Preservation

Global environmental preservation using advanced technology and creation of a sustainable society

I will aim to reduce the impact of climate changes and environmental loads, to promote recycled resources and to preserve biological diversity together with our customers and through our business activities by providing ICT solutions and services using our strengths in advanced technology, thereby contributing to the creation of a sustainable society.

Measures taken by each individual

For the sustainable use of limited resources, I will implement what each of us can do, such as saving energy, reducing the amount of waste, and properly separating waste for reuse or recycling.

4. Business Activities with Integrity



Safe and reliable quality for all customers

I will always endeavour to satisfy our customers and pay full attention to the safety and quality of our products and services. In addition, I will aim to realize a sustainable society in which the benefits of ICT can spread to all people by provision of our products and services that adopt diversifying individual and social perspectives and also have universal design.

Information disclosure to, communication and joint creation with stakeholders

I will appropriately and actively disclose corporate information to stakeholders and also communicate with them in a way that goes beyond boundaries to create new value and solve social issues.

Fair competition

I will recognize the importance of fair and free competition in the market, and will not engage in any unjust restrictions on transactions, such as collusion and cartels, any unfair transactions, or any act that may be construed as doing any of the above.

Relationship with distributors

I will always carry out transactions in good faith with our distributors and in a fair and equal manner. I will not engage in any unfair or discriminatory treatment, acts of exclusion, restriction on business activities, or any other act of bad faith. In addition, I will encourage our distributors to act in accordance with this Code of Conduct.

Responsible procurement

I will always carry out transactions in good faith with our suppliers in a fair and equal manner. I will not seek personal gain or carry out any transaction that causes another party to suffer an inappropriate disadvantage due to the abuse of a superior position. In addition, I will encourage our suppliers to act in accordance with this Code of Conduct.

Prevention of bribery and corruption

I will not be involved in any act of corruption with other parties, including facilitation payments, including public officials and government officials, supranational or international organizations, in any country or region where we do business.

Entertainment, gifts, donations, and political activities

I will maintain a sound relationship with other parties, including public officials and government officials, in all countries and regions where we do business, and will not provide or receive any gift or entertainment beyond the extent reasonable under social convention and will always comply with NEC EMEA Group Anti-corruption Policy. With respect to donations, political funds, and political activities, I will fully consider the necessity and validity thereof and comply with applicable laws and internal regulations.

Prohibition against involvement in antisocial acts

I will not have any relationship with antisocial organizations or entities and will not perform any act that may promote the activities of such entities.

Management of import and export

In order to maintain international peace and safety, I will properly carry out the import and export of products, technology, and services in compliance with applicable domestic and international laws, rules, regulations, and economic sanction measures.

Sincere publicity and advertising

I will accurately indicate the quality, performance, and specifications of products and services in our publicity, advertising, and all other sales activities to avoid misleading expressions, and will not use any expression that may be slanderous, libellous, or socially discriminatory.

Accurate financial reporting

I will keep all financial records, accounting records, and all other records accurately and fairly. I will not perform accounting processing in an improper manner or any other act that may cause any loss or damage to the Company.

Response to emergency

In the event of a disaster, such as a natural disaster, a cyber-terrorist attack, or infectious disease, as a member of an ICT company that supports society with its advanced technology, I will endeavour to bring about the early recovery of social infrastructure and minimize the impact on stakeholders. In addition, I will realize a work style that allows for business continuity by utilizing ICT.



5. Management of the Company's Assets and Information

Management and proper use of the Company's assets

I will properly manage the Company's assets (tangible and intangible) and will not use them for private purposes or any other purpose unrelated to the Company's business operations.

Management of confidential information

I will strictly manage the confidential information of internal and external parties that is acquired in connection with my duties or business transactions and will not disclose or divulge such information in a manner that violates the procedures stipulated in in-house regulations or improperly or unjustly use such information not only during my employment at the Company but also thereafter.



Management of personal information

I will recognize the importance of protecting personal information and appropriately obtain, use, provide and destroy personal information. In addition, I will take necessary and appropriate security measures for the personal information handled so that I will prevent or recover the leakage, loss or destruction of such personal information.

Prohibition on insider trading

I will not use non-public information of the NEC Group or other companies acquired through the execution of my duties or business transactions for the sale or purchase of marketable securities, including the trading of stocks. In addition, I will not abuse such non-public information to provide any form of benefit or convenience to a third party.

Protection and utilization of intellectual property rights

I will protect and maintain the intellectual property rights such as patent rights, copyrights, and trademarks that are obtained from our research and development or other intellectual activities and will try to actively utilize them. I will respect and not infringe or illegally use third party's legitimate intellectual property rights.

Consultation and Report on Doubts and Concerns about Compliance



In cases where I am uncertain about this Code of Conduct, in-house policies and guidelines, or applicable laws and regulations, or become aware of any act in violation thereof, I will not ignore it and will consult with my superiors or the relevant departments to solve the issue. If I am unable to consult with my superiors or the relevant departments, I will contact Europe Legal & Governance Department (legal@emea.nec.com), or NEC whistleblowing channel “Safecall” (<http://www.safecall.co.uk/contact/>).

If I am requested by the Company to cooperate in investigating the matter consulted or reported, I will meet such request in good faith. The Company will respond in good faith to such consultation or report.

Strict Maintenance of Confidentiality

The Company guarantees that the confidentiality of the facts and content of consultations and reports will be strictly maintained in order to protect the person who has consulted or reported regarding such matter or has cooperated in an investigation.

Prohibition against Retaliation

The Company prohibits any detrimental treatment of, or retaliation against any person who has consulted or reported on a matter or has cooperated in an investigation.

