



TDK Group Code of Conduct

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Foreword

The TDK Group Code of Conduct (the “Code”) defines the values and standards for the TDK Group and TDK Members to put into practice the TDK Group’s corporate philosophy, including the Corporate Motto and Corporate Principles.

TDK Members shall act in a manner that ensures this Code is reflected in the corporate activities of the TDK Group.

Establishment, abolishment, or amendment of this Code shall be subject to the approval of the Board of Directors of TDK Corporation.

In this Code:

“The TDK Group” refers, collectively, to TDK Corporation and all its subsidiaries.

“TDK Member” refers, individually and collectively, to employees of the TDK Group (“Employees”) and directors, auditors, corporate officers etc. of the TDK Group (“Officers”).

“Top Management” refers to the President & CEO and other corporate officers of TDK Corporation.

“Products” refer to the products and services provided by the TDK Group.

Chapter 1 Basic Stance

The TDK Group and TDK Members in their corporate activities shall respect and comply with this Code.

1-1 Compliance with Laws and Regulations, and Respect for Social Norms, Culture, and Customs

Top Management shall demonstrate leadership in fostering a corporate culture and environment that complies with applicable laws and regulations and respects social norms, culture, and customs.

The TDK Group and TDK Members, in their corporate activities, shall comply with applicable laws and regulations and respect social norms, culture, and customs.

1-2 Enhancement of a System for Ensuring Compliance with this Code

Top Management shall take the initiative to promote compliance with this Code by TDK Members. Under the leadership of Top Management, the TDK Group shall strive to continuously enhance internal systems, provide education, and raise awareness among TDK Members to ensure that TDK Members respect and engage in activities that are compliant with this Code. The TDK Group shall assess, evaluate, and strive to continuously improve the effectiveness of these



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efforts and the promotion and implementation of this Code.

1-3 Enhancement of Reporting and Consultation Systems

To enable TDK Members to report, consult, and make recommendations regarding issues or topics related to corporate ethics, the TDK Group shall continue to enhance the following initiatives:

- Operation of reporting and consultation channels, including internal and external Help Lines
- Dissemination of information regarding the reporting and consultation channels to TDK Members
- Implementation of rules to effectively facilitate the functions of the above-mentioned initiatives

If TDK Members become aware of any actual or suspected violations of this Code, they shall promptly report their concerns to their supervisors or the reporting and consultation channels that allow anonymous communication.

The TDK Group shall require supervisors and anyone responding to an inquiry through the reporting and consultation channels to maintain confidentiality unless legitimate reason requires disclosure and to protect the reporting person from any disadvantageous treatment or retaliation as a result of their report.

1-4 Response to the Code Violations

In the event of a violation of this Code, the TDK Group shall promptly take corrective measures, investigate

the root cause, and implement countermeasures to prevent recurrence. In particular, in the event of a serious violation of this Code, Top Management shall directly engage in resolving the issue. The TDK Group shall take disciplinary action or other appropriate measures against TDK Members who have violated applicable laws, regulations, and this Code, in accordance with any work rules and internal regulations.

Chapter 2 Contribution to the Development of a More Sustainable Society

The TDK Group and TDK Members shall, through their business activities, contribute to the development of a more sustainable society.

2-1 Pursuit of Originality and Contribution to Resolution of Societal Issues

Based on the Corporate Motto of “Contribute to culture and industry through creativity,” which reflects its founding spirit, the TDK Group and TDK Members shall contribute to the development of a more sustainable society by continuously pursuing originality and working towards resolving societal issues through their business activities.

2-2 Provision of Socially Beneficial and Safe Products

In order for the TDK Group to satisfy and earn trust from consumers and customers, it is essential that its Products are high quality, safe, and do not cause harm to life, body, or property. To achieve this, the TDK Group shall continue to enhance systems that place emphasis on safety and reliability.

Instead of relying on the final inspection to remove defective products, the TDK Group shall strive to ensure the safety of its Products and prevent incidents caused by defects in its Products by improving the quality of the Products from the upstream stages of product design, process design, and equipment development. In addition, the TDK Group shall comply with applicable laws and regulations as well as official guidelines, etc. concerning product safety.

The TDK Group shall strengthen its systems to promptly identify any incidents caused by defects in Products and to promptly make Top Management aware of the situation. Additionally, upon learning of an incident that may have resulted from a defect in one of its Products, the TDK Group shall promptly provide customers with information as deemed necessary. Furthermore, if the incident is caused by defects of Products, the TDK Group shall investigate the root cause and implement countermeasures to prevent recurrence.

2-3 Creation, Protection, and Utilization of Intellectual Property

Intellectual property is a source of corporate competitiveness.

The TDK Group shall make every effort to create and protect its own intellectual property, while respecting the intellectual property of third parties. TDK Members shall strive to ensure adequate protection of the TDK Group's intellectual property and avoid infringing the intellectual property of third parties.

The TDK Group shall actively engage in the development and provision of the Products through the utilization of intellectual property, contributing to the development of a more sustainable society.

Chapter 3 Fair Business Practices

The TDK Group and TDK Members shall comply with applicable laws and regulations and conduct business in a fair manner.

3-1 Maintaining and Promoting Fair, Transparent, and Free Competition

The TDK Group shall strive to continuously enhance internal systems, provide education, and raise awareness among TDK Members to ensure fair, transparent, and free competition.

TDK Members shall comply with applicable laws and regulations as well as internal rules and regulations regarding fair competition, and shall not engage in violations of competition laws, including agreement with competitors related to fixing or coordinating prices, restricting supply, or allocating markets or customers.

3-2 Engagement in Appropriate Import and Export Activities

The TDK Group shall engage in the import and export activities in an appropriate manner.

TDK Members shall comply with applicable laws and regulations as well as internal regulations regarding security export controls, economic sanctions, and import and export operations.

3-3 Engagement in Appropriate Transactions and Promotion of Responsible Procurement

The TDK Group shall engage in transactions with business partners who provide goods and services to the TDK Group (“Suppliers”) based on appropriate trade practices, such as setting appropriate transaction prices and ensuring sufficient lead times.

In order to ensure fairness and transparency in the selection of Suppliers, the TDK Group shall clearly articulate procurement policies internally and externally and make selections based on reasonable criteria. In addition, for transactions with Suppliers, the TDK Group shall strive to ensure that each member of its supply chains fulfills its social responsibilities in recognition of various issues within the supply chains regarding, among others, compliance with applicable laws and regulations, quality and safety, environmental conservation, information security, fair trade and ethics, safety and health, and human rights and labor. In particular, the TDK Group shall engage in sustainable and responsible procurement to prevent contributions to conflicts, human rights violations, or environmental impact.

3-4 Maintaining Sound and Fair Relationships with Business Partners

In order to maintain a sound and fair relationship with business partners, TDK Members shall not engage in unfair activities, including abuse of their position in business relationships, manipulation or concealment of information, or unauthorized use of confidential information such as trade secrets.

TDK Members shall comply with applicable laws and regulations regarding prohibition of bribery in relationships with business partners. In addition, TDK Members shall not provide, or receive, offer, or promise to provide or receive entertainment, gifts, money, or other benefits to business partners, and shall not accept requests from business partners to provide or receive such benefits, regardless of who bears the cost, where it takes place, or whether directly or indirectly, when the purpose is to acquire or maintain improper advantage or preferential treatment, or when it exceeds the scope and moderation of social customs.

3-5 Maintaining Sound and Fair Relationships with Public Officials

TDK Members shall comply with applicable laws and regulations regarding prohibition of corruption and bribery in relationships with public officials. Public officials include all branches of domestic and foreign governments, government-related entities, public international organizations, political groups, as well as the individuals working for them



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or acting on their behalf such as employees or agents, and candidates for positions in the above entities. TDK Members shall not provide, offer, or promise to provide entertainment, gifts, political donations, charitable contributions, sponsorships, or other benefits to public officials, and shall not accept requests from public officials to provide such benefits, regardless of who bears the cost, where it takes place, or whether directly or indirectly, when the purpose is to seek, acquire or maintain improper or unfair advantage or preferential treatment, or where there is such an appearance.

3-6 Avoiding Conflict of Interest

TDK Members shall avoid any situations that may involve or even appear to involve conflicts between their personal interests and the interests of the TDK Group. Accordingly, in dealing with current or potential customers, Suppliers, other contracting parties, or competitors, TDK Members shall not pursue any personal interests. In addition, TDK Members shall make prompt and full disclosure to their supervisor or manager of any situation that may involve or even appear to involve a conflict with the interests of the TDK Group.

3-7 Appropriate Protection and Use of Tangible and Intangible Assets

The TDK Group shall ensure appropriate protection and use of both tangible and intangible assets, including confidential information, owned by the TDK Group or entrusted to the TDK Group by TDK Members or business partners.

TDK Members shall handle these assets in accordance with applicable laws and regulations as well as internal rules and regulations and prevent damage and loss. In addition, TDK Members shall not engage in theft, misappropriation, or unauthorized use of these assets.

Chapter 4 Fair Disclosure of Corporate Information and Constructive Dialogue with Stakeholders

The TDK Group and TDK Members shall proactively disclose corporate information pursuant to applicable laws and regulations and engage in constructive dialogue with stakeholders.

4-1 Timely and Appropriate Stakeholder Engagement

The TDK Group shall actively communicate not only with stakeholders, such as shareholders and investors, business partners, Employees, and local communities, but also with society at large, and shall pay heed to their voices and needs, and appropriately reflect them in its corporate activities.

As part of its communication with stakeholders, the TDK Group shall disclose corporate information in a fair, timely and appropriate manner to maintain

management transparency. When disclosing corporate information, in addition to financial information, the TDK Group shall proactively disclose information regarding pre-financial capital* that is critical in enhancing corporate value and engage in constructive dialogue with stakeholders.

*The TDK Group considers capital that is generally called non-financial capital, including technological capabilities, organizational strength, human capital, and customer base, to be capital that generates future cash flows and accordingly expresses it as pre-financial capital.

TDK Members shall act with an awareness that their communications can have an impact on society.

4-2 Prevention of Insider Trading

To ensure fairness and integrity in the securities markets, the TDK Group shall continue to educate TDK Members regarding insider trading regulations and ensure compliance with applicable laws and regulations.

If a TDK Member becomes aware of any material non-public information of the TDK Group or other listed companies, the TDK Member, prior to the public announcement of such information, shall neither engage in trading or promotion of trading of the shares of the TDK Group or other applicable listed companies, nor disclose the material non-public information to others unless there is a justifiable reason related to their job function.

Chapter 5 Respect for Human Rights

The TDK Group and TDK Members shall, through their corporate activities, respect the human rights of all persons.

5-1 Respect for Human Rights

The TDK Group shall respect and uphold international norms regarding human rights. In addition, based on the recognition that it is important to understand the potential impact of all corporate activities on human rights and to conduct activities to prevent and mitigate adverse impacts, the TDK Group shall continuously administer human rights due diligence within the value chain to fulfill its responsibilities.

5-2 Prohibition of Inhumane Labor and Human Trafficking

The TDK Group shall not tolerate any form of inhumane labor including child labor and all types of forced labor or human trafficking. In addition, the TDK Group shall comply with applicable laws and regulations regarding minimum wages, working hours, and other protections for workers.

5-3 Response to Human Rights Violations

The TDK Group shall take measures to remedy, correct, improve, and prevent recurrence if the TDK Group recognizes that its corporate activities have caused or contributed to adverse human

rights impacts. In addition, the TDK Group shall enhance effective mechanisms to enable quick actions concerning any comments related to human rights, and to remediate the issue if any.

Chapter 6 Enhancement of Satisfaction and Trust of Customers

The TDK Group and TDK Members shall strive to continuously enhance the satisfaction and trust of customers.

6-1 Appropriate Provision of Information and Response to Customers in Good Faith

The TDK Group shall proactively and voluntarily provide customers with information about Products within a reasonable scope, in an appropriate and comprehensible manner. In addition, the TDK Group shall respond to inquiries from customers about Products promptly, in good faith, and in an appropriate manner.

6-2 Maintaining and Enhancing the TDK Brand Value

The TDK brand is one of the most important business resources of the TDK Group. The TDK Group and TDK Members shall endeavor to maintain and continuously enhance the value of the TDK brand.

The TDK Corporate Mark is the symbol that represents the identity of the TDK brand and the TDK Group and assures the quality of its Products. In addition,

the TDK Corporate Mark, through its geometrical design, conceptualizes the computers and the magnetic materials, and TDK Group's role in linking various touchpoints in the electronics industry. TDK Members shall recognize the meaning of the TDK Corporate Mark and act accordingly.

Chapter 7 Development of Human Resources and Enhancement of the Workplace Environment

The TDK Group and TDK Members shall respect the diversity, character, and personality of Employees and maintain a safe and pleasant workplace environment.

7-1 Respect for Diversity, Character and Personality of Employees

The TDK Group shall respect the diversity, character and personality of Employees, and provide reasonable and fair human resources management and working conditions.

7-2 Prohibition of Discrimination

The TDK Group shall not engage, directly or indirectly, in any discrimination based on race, color, age, gender, sexual orientation, gender identity, gender expression, ethnicity or national origin, disability, pregnancy,



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religion, political affiliation, union membership, covered veteran status, protected genetic information, or marital status, and ensure equal opportunities in hiring and employment practices such as wages, promotions, rewards, education, and training.

TDK Members shall strive to create a fair and positive workplace by not tolerating any offensive or degrading conduct towards others, such as corporal punishment, mental or physical violence, abusive language, sexual harassment, power harassment, or moral harassment. TDK Members shall also engage in the initiatives to prevent discrimination and unjust treatment in the workplace as set forth by the TDK Group.

7-3 Development and Promotion of Human Resources

Based on the idea that the sustainable prosperity of the company comes from its human resources, the TDK Group shall, through its corporate activities, develop the following human resources to put its Corporate Motto into practice:

- Employees who have vision and exercise creativity and competence;
- Employees who approach problems with courage and exercise command in solving them; and
- Employees who are committed to the spirit of honesty and service to win trust.

The TDK Group shall continue to provide an environment where diverse individuals can demonstrate their abilities as members of the TDK Group.

7-4 Ensuring Safety and Health

The TDK Group shall prioritize ensuring the safety and health of TDK Members.

In order to prevent occupational accidents, the TDK Group shall ensure that TDK Members comply with applicable laws and regulations as well as internal regulations regarding safety and health management. In addition, the TDK Group shall continue to develop group-wide initiatives to detect potential hazards before occurrence and to eliminate them by providing TDK Members with regular education and training. Furthermore, the TDK Group shall work to maintain and enhance the health of TDK Members, including by reducing excessive working hours, and aim to enhance the quality of work and life.

7-5 Maintaining Harmonious Labor-Management Relations

The TDK Group shall comply with applicable laws and regulations and respect the right of Employees to freely associate, join trade unions and peaceful assemblies, and bargain collectively. The TDK Group shall also respect the right of Employees to refrain from such activities.

The TDK Group shall continue to provide an environment where Employees or their representatives can openly communicate and share ideas and concerns with the management regarding working conditions and management practices without fear of discrimination, reprisal, intimidation, or harassment. In addition, considering the diversification of needs and forms of employment, the TDK Group shall

actively promote labor-management communication at different levels and through various channels.

Chapter 8 Engagement in Environmental Matters

The TDK Group and TDK Members shall, through their corporate activities, proactively engage in environmental matters.

8-1 Conservation of the Environment

The TDK Group shall comply with applicable laws and regulations regarding environmental conservation as well as use best efforts to ensure that its corporate activities and Products do not adversely impact the environment, in order to contribute to the resolution of societal issues, including the creation of a low-carbon and resource-circular society and conservation of biodiversity.

Chapter 9 Engagement in Social Contribution Activities and Contribution to the Development of Society

The TDK Group and TDK Members shall, through their social contribution activities, contribute to the development of society.

9-1 Engagement in Social Contribution Activities

The TDK Group shall strive to collaborate and coordinate with stakeholders in local communities, government agencies, and international organizations, and maintain sound and fair relationships with them. In addition, as a good corporate citizen and drawing from the TDK Group's wide range of resources such as its human resources, Products, funds, and information, the TDK Group shall engage in social contribution activities. Furthermore, the TDK Group shall provide an environment and opportunities to promote participation of TDK Members in social contribution activities while respecting their autonomy.

The TDK Group shall regularly collaborate with local communities to review disaster response measures and provide support to those communities in the event of a disaster.

Chapter 10 Conduct of Crisis Management

The TDK Group and TDK Members shall prepare for various risks in their corporate activities and conduct organized crisis management.

10-1 Enhancement of Crisis Management System and Promotion of BCM Activities

The TDK Group shall define and continuously review its internal regulations, including manuals, regarding actions to ensure and confirm the safety of TDK Members, mitigate damage to the TDK Group, and prevent further spread of damage at the time of serious incidents, accidents, disasters, and disease outbreaks that could hinder the survival and growth of the company. TDK Members shall familiarize themselves with these internal regulations and use them in the performance of their job duties.

The TDK Group shall continue to enhance its BCP (Business Continuity Plan) in preparation for various situations, including natural disasters and unforeseen circumstances. In addition, the TDK Group shall regularly promote BCM (Business Continuity Management) activities, including drills and training exercises to continuously enhance the effectiveness of the BCP to enable timely recognition of the situation and implementation of countermeasures in the event a situation does occur. Through these activities, the TDK Group shall work to develop Employees who are resilient in emergencies.

10-2 Rejection of Associations with Criminal Organizations

The TDK Group rejects associations with any and all criminal organizations. To that end, the TDK Group shall take necessary measures and reject any and all demands from criminal organizations.

10-3 Prevention of Money Laundering

The TDK Group shall not tolerate money laundering. Based on this idea, the TDK Group shall minimize the risk of involvement with money laundering by monitoring for any ambiguous transactions.

Chapter 11 Upholding Sustainable Supply Chains

The TDK Group and TDK Members shall engage in upholding sustainable supply chains.

11-1 Upholding Sustainable Supply Chains

To uphold sustainable supply chains, the TDK Group shall share with the members of its supply chains the TDK Group's stance on compliance with applicable laws and regulations, respect for social norms, culture, and customs, and initiatives for ESG (environmental, social, and governance). In addition, the TDK Group shall provide support for improvement as necessary to the members of its supply chains to recognize the importance of these engagements and take actions.