

Mitutoyo

Mitutoyo America Corporation
Ethical Conduct Code



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Mitutoyo's Ethical Conduct Code sets forth ethical criteria of judgment and conduct that all executives and employees at Mitutoyo must observe in every aspect of corporate activities. We at Mitutoyo will conduct ourselves in a manner which complies with the Ethical Conduct Code and choose the ethical way without exception whenever a business decision involves a conflict between profit and ethics.

1. RELATIONSHIP WITH CUSTOMERS

- We will supply our products and services in compliance with both our internal rules as well as all relevant laws and regulations that apply to quality, safety, reliability and environmental protection wherever we operate.
- We will immediately make every effort to prevent damages/losses from developing and problems from recurring by following these prescribed measures in case a problem occurs.
 - Investigating the facts
 - Identifying the cause and the responsibility
 - Communicating to those concerned including the parties outside Mitutoyo

2. RELATIONSHIP WITH BUSINESS PARTNERS

- **Sales business partners (Business partners associated with sales, e.g. distributors)**
 - We will enter into contracts fairly with sales business partners in compliance with relevant laws and regulations and fulfill our obligations under such contracts.
 - We will refer to internal rules when offering entertainment or gifts to a sales business partner. We will not give accommodation such as rebate or commission in exchange for a personal benefit.
- **Procurement business partners (business partners associated with development, purchasing, production and physical distribution)**
 - We will determine procurement business partners based on rational, fair and transparent criteria.
 - We will enter into contracts with procurement business partners fairly in compliance with relevant laws and regulations.
 - We will not make use of our advantageous position to impose unfair restrictions or requests on procurement business partners.
 - We will refer to internal rules if we receive entertainment or gifts from a procurement business partner and will strictly behave in a manner that avoids misunderstanding by a third party.

3. MAINTAINING AND PROMOTING FREE AND FAIR COMPETITION

- We will not behave in a manner that creates obstacles to free and fair competition in compliance with relevant laws and regulations.

4. HANDLING OF INTELLECTUAL PROPERTY RIGHTS

- **Intellectual property rights of Mitutoyo**
 - We will appropriately protect and utilize the intellectual property rights of Mitutoyo.
- **Intellectual property rights of others**
 - We will respect the intellectual property rights of others and make every effort not to infringe upon such rights.

5. HANDLING OF CONFIDENTIAL INFORMATION

- **Trade secrets**
 - We will identify what should be controlled as the trade secrets of Mitutoyo in the know how, technical and business information and protect such trade secrets strictly and appropriately.
 - We will strictly protect confidential information of others acquired through business transactions with them and will not pass such information to other parties nor we will illegally seek access to trade secrets of others.
- **Personal information**
 - We will strictly and appropriately protect personal information in compliance with relevant laws, regulations and internal rules.
- **Insider information**
 - We will not deal in securities based on insider information.

6. STANCE TO ANTI-SOCIAL INDIVIDUAL/GROUP

- We will shut out any relationship with corrupt individuals and entities that pose a threat to social order and safety.

7. RELATIONSHIP BETWEEN THE COMPANY AND EMPLOYEES

- **Respect for human rights**
 - We will respect fundamental human rights and will not behave in a manner that might imply discrimination or abuse of the dignity of individuals.
 - We will not misuse the power of a superior position nor behave in a manner that might be considered as discriminatory practice or mental abuse or physical violence or sexual harassment.
- **Exclusion of unfair labor practice**
 - We will abide by labor laws and regulations and will never commit illegalities such as unfair labor practice, forced labor, or child labor in any aspect of our corporate activities.
- **Safety and health at workplace**
 - We will abide by the related laws and regulations, and maintain and improve working environments for all employees to protect them from industrial injury, both physical and mental.
- **Respect for the opinions of others**
 - We will respect personality and opinions of others and welcome anyone expressing proposals, concerns, and complaints.
 - We will express proposals, concerns, and complaints in a manner which respects the rights and dignity of others.
 - We will not allow anyone who expresses opinions to be put at a disadvantage.

- **Responding to illegal or unethical conduct**

- We will inform our immediate superior of the fact or refer it to the “Helpline” without delay in case we come across any conduct that we suspect is illegal or violates our ethics policy.
- We will refuse any order to commit illegal or unethical acts, and refer such incidents to the “Helpline” when put at a disadvantage for our refusal to commit such acts.

8. SOCIAL RESPONSIBILITY

- **Complying with laws and regulations aimed at contributing towards world peace**

- We will comply with all laws and regulations aimed at maintaining world security and peace. We will not engage in any business transaction that threatens the maintenance of world peace.
- We will strictly control our export activities, both goods and services in compliance with relevant laws, regulations and our internal export control program.

- **Global environment preservation**

- We will make every effort including internal education of employees to reduce adverse effects on the environment in every aspect of our business by taking the following measures.
 - Energy saving
 - Reduction of waste
 - Recycling of waste
- We will promote our environmental preservation activities.

- **Contributing to industry/technology**

- We will contribute to the development of science, technology and industries of the world by advancing the technology of precision measurement.
- We will contribute to the promotion of science and technology in the world through financial support of institutional research
- We will positively promote the diffusion and succession activities of technology and technical skills related to precision measurement.

9. CONFLICT OF INTEREST

- Employees will not engage in any activity that might create a conflict of interest for the company or for themselves individually.
- The board of directors are banned from being involved in our competitors' business and other businesses whose interests might conflict with those of Mitutoyo without consent of Mitutoyo Corporation Japan.

REPORTING CONCERNS:

Normally, you should discuss a concern with your immediate supervisor or the manager who is closest to the situation and best able to help. If you are uncomfortable doing this, you should report to someone in an appropriate department, such as:

- Corporate Compliance
- Human Resources
- Accounting
- Information Technology

If you wish to remain anonymous, you may call the Mitutoyo Ethics Helpline at **1 (877) 874-8416**, or online at **www.silentwhistle.com**



Mitutoyo America Corporation

www.mitutoyo.com

One Number to Serve You Better

1-888-MITUTOYO (1-888-648-8869)

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