

Preventive Guidelines for Cartels

The subjects of these Guidelines are those persons who engage in the business operations of the Company, such as the officers and employees, loaned employees, contract employees, dispatched employees, etc., of the Company, its subsidiary companies and affiliated companies.

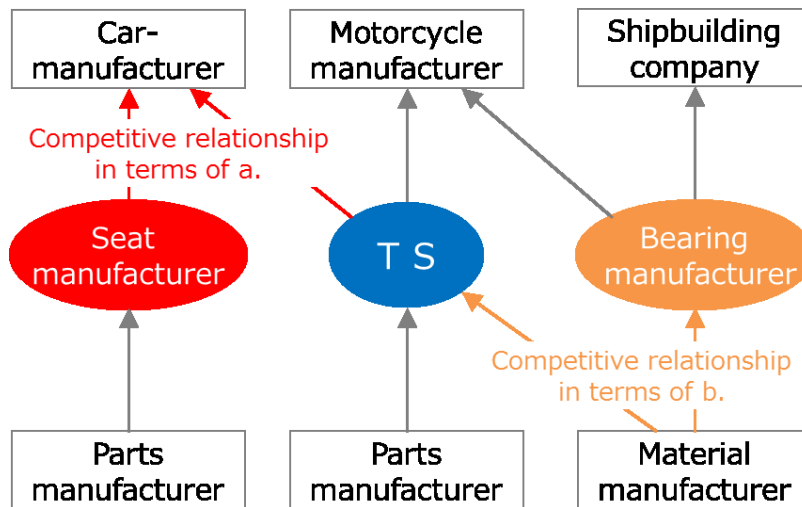
1. Behavioral criteria (Matters to be observed as an individual)

1-1. Prohibition of illegal cartel behavior

Irrespective of whether in writing, orally, by email or otherwise, it shall be prohibited to exchange with a competitor such information that may constitute a breach of the Antitrust Law in terms of pricing, customers, competitive information, etc. Information exchanges that may constitute a breach of the Antitrust Law shall include, but are not limited to, the following:

- Information exchange that may be deemed to constitute a breach of the Antitrust Law
 - Price information, such as prices, price ranges, price adjustments, price predictions and price trends;
 - Price elements, such as deductions, margins, extra charges and price calculation methods;
 - Matters concerning quantities, such as production capacities, production volumes, production plans, sales volumes and market share;
 - Sales information about the terms of transactions with customers and sales channels;
 - Bidding conditions and intentions to participate in bids or not.
- Definition of competitors
 - a. A company that provides the same or similar goods and/or services as those of the Company to the same user as that of the Company;
 - b. A company that is provided the same or similar goods and/or services by the same supplier as that of the Company.

* The definition of competitors may be interpreted broadly, and therefore shall not be limited to *a* and *b* above.



(In the case of the above chart, a seat manufacturer and a bearing manufacturer are mutually competitors.)

1-2. Prior approval for contact with a competitor

It shall be prohibited, in principle, to contact a competitor irrespective of whether formally or informally, or at a get-together or by playing golf together. However, provided that prior approval has been obtained from the relevant responsible person, such contact with a competitor shall be allowed.

1-3. Management of the contents of contact with a competitor

A person who has contacted a competitor (including those who obtained prior approval or had unintended contact with a competitor) shall, after such contact, record the date and time, place, counterparty, persons present, purpose of contact, information exchanged, etc., and conduct appropriate management thereof.

1-4. Steps to be taken in case of any problem in contacting a competitor

While contacting a competitor, provided that a topic has been raised in terms of the information set out in 1-1 above, after asserting that such discussion should be suspended, a request shall be made to the effect that said assertion should be entered in the minutes. When the topic continues to be discussed in spite of such assertion, the relevant person shall immediately leave the place of the meeting and report the relevant fact to the relevant responsible person and the division in charge of legal affairs or compliance.

1-5. Measures to be taken in case of violation

In the case of a violation of these Guidelines or the laws and regulations of each country, a penalty may be applied based on the internal rules or the relevant laws and regulations. In addition, when having actually identified a violation or recognized an act suspected of a violation, a prompt report shall be made to the division in charge of legal affairs or compliance of the relevant company of the Company Group.

2. Matters to be addressed by the Company

2-1. Records management

Each company of the Company Group shall record such information as the contact history with competitors and endeavor to establish and maintain a system for the appropriate preservation thereof.

2-2. Enlightenment activities

Each company of the Company Group shall provide education and training for the protection against cartels as may be necessary to improve the understanding of the related laws and regulations and these Guidelines.

3. Other

3-1. Relationship between these Guidelines and the Regional Guidelines

The guidelines specifically established by a region or each company may not conflict with these Guidelines and in the event of any inconsistency with the contents of these Guidelines, these Guidelines shall prevail.

3-2. Revision of these Guidelines

Revisions of these Guidelines shall be drafted by the General Manager of the General Affairs Department of the Company, and after approval by the Compliance Officer of the Company, such revisions shall be enacted through a decision by the Risk Management Officer of the Company.

Established on March 25, 2016