

Eisai Global Code of Conduct for Business Partners

Eisai has a Charter of Business Conduct and a Code of Conduct that seek to offer guidance for the business dealings of our employees to comply with all relevant laws and ethical standards, as well as to support sustainable economic growth and the resolution of social issue, in order to achieve our corporate mission in a proper manner. Eisai has also adopted a similar set of standards that we expect of our Business Partners.

The Code of Conduct for Eisai Global Business Partners (“Code”) applies to all Business Partners and their employees, including contractors, agents, suppliers, vendors and others working on their behalf worldwide (“Business Partners”).

Eisai has signed the United Nations Global Compact (“UNGC”) that outlines principles that support human rights, labour, and the environment, and oppose modern slavery and corruption. In addition, this Code is intended to be consistent with the principles developed by the Pharmaceutical Supply Chain Initiative (“PSCI”), a non-profit organization comprised of global pharmaceutical companies.

Eisai expects its Business Partners to meet the standards set out in this Code. In addition, Eisai asks our Business Partners for cooperation, in helping to assess, audit, and address any issues inconsistent with this Code. We hope that the Code will become more practical through continuous improvement that leads to increased corporate value of our Business Partners.

1. Comply with Laws

Eisai requires Business Partners to identify and comply with applicable laws, regulations, and standards.

2. Ethics

Eisai requires Business Partners to conduct their business ethically and to act with integrity.

2.1. Anti-Bribery and Corruption

All forms of bribery, corruption, extortion and embezzlement, including facilitation payments, are prohibited. Business Partners shall not pay or accept bribes or participate in other illegal inducements in business or government relationships, or using of intermediaries. Business Partners shall ensure they have adequate processes in place to prevent bribery and comply with applicable laws.

2.2. Fair Competition

Eisai requires Business Partners to conduct their business consistent with fair and vigorous competition and in compliance with all applicable anti-trust laws. Business Partners shall employ fair business practices including accurate and truthful advertising.

2.3. Animal Welfare

Eisai expects that where animals are used, that they shall be treated humanely with pain and stress minimized.

Animal testing should only be performed after consideration to replace animals, to reduce the numbers of animals used, or to refine procedures to minimize distress. Alternatives should be used wherever these are scientifically valid and acceptable to regulators.

2.4. Data Privacy and Security

Business Partners shall comply with applicable privacy and data protection laws and ensure the protection, security and lawful use of personal data.

2.5. Patient Safety and Access to Information

Eisai requires Business Partners to have adequate management processes in place to minimize the risk of adversely impacting the rights of patients, including their rights to health and to access their information directly.

2.6. Conflicts of Interest

Business Partners should take reasonable care to avoid and manage conflicts of interest. Business Partners are expected to notify Eisai and other parties if a significant conflict of interest arises.

3. Human Rights and Labour

Eisai requires Business Partners to be committed to uphold the human and employment rights of workers and to treat them with dignity and respect.

3.1. Freely Chosen Employment

Business Partners shall not use forced, bonded, or indentured labour or involuntary prison labour. No worker shall pay for a job or be denied freedom of movement.

3.2. Child Labour and Young Workers

Business Partners shall not use child labour. The employment of young workers below the age of 18 shall only occur in non-hazardous work and only when young workers are above a country's legal age for employment or the age established for completing compulsory education.

3.3. Non-Discrimination

Eisai expects Business Partners to provide a workplace free from discrimination. There shall be no discrimination for reasons such as race, colour, age, pregnancy, gender, sexual orientation, ethnicity, disability, religion, political affiliation, union membership, or marital status.

3.4. Fair Treatment

Eisai expects Business Partners to provide a workplace free of harassment, harsh and inhumane treatment, including any sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse of workers, and no threat of any such treatment.

3.5. Wages, Benefits and Working Hours

Eisai requires Business Partners to pay workers according to applicable wage laws, including minimum wages, overtime hours and mandated benefits.

Eisai expects Business Partners to communicate with the worker the basis on which they are being compensated in a timely manner. Business Partners are also expected to communicate with the worker whether overtime is required and the wages to be paid for such overtime. Overtime shall be consistent with applicable national and international standards.

3.6. Freedom of Association

Eisai encourages open communication and direct engagement with workers to resolve workplace and compensation issues.

Eisai expects Business Partners to respect the rights of workers, as set forth in local laws, to associate freely, join or not join labour unions, seek representation and join workers' councils. Workers must be able to communicate openly with management regarding working conditions without threat of reprisal, intimidation or harassment.

4. Health and Safety

Eisai requires Business Partners to provide a safe and healthy working environment, including for any company-provided living quarters. Health and Safety measures shall extend to contractors and subcontractors on supplier sites.

4.1. Worker Protection

Eisai requires Business Partners to protect workers from over exposure to chemical, biological, physical hazards, and physically demanding tasks in the workplace and in any company provided living quarters. Business Partners must ensure such premises are cleaned properly and provide workers with access to potable water.

4.2. Process Safety

Eisai requires Business Partners to have management processes in place to identify the risks from chemical and biological processes and to prevent or respond to dangerous release of chemical or biological agents.

4.3. Emergency Preparedness and Response

Eisai requires Business Partners to identify and assess emergency situations in the workplace and any company provided living quarters, and to minimize their impact by implementing emergency plans and response procedures.

4.4. Hazard Information

Safety information relating to hazardous materials - including pharmaceutical compounds and pharmaceutical intermediate materials - must be available to educate, train, and protect workers from hazards.

5. Environment

Eisai requires Business Partners to operate in an environmentally responsible and efficient manner to minimize adverse impacts on the environment. Business Partners are encouraged to conserve natural resources, to avoid the use of hazardous materials where possible, and to engage in activities that reuse and recycle.

5.1. Environmental Authorisations and Reporting

Eisai requires Business Partners to comply with all applicable environmental regulations. All required environmental permits, licenses, information registrations and restrictions must be obtained, and their operational and reporting requirements followed.

5.2. Waste and Emissions

Eisai requires Business Partners to have processes or systems in place to ensure the safe handling, movement, storage, disposal, recycling, reuse, or management of waste, air emissions, and wastewater discharges. Any waste, wastewater, or emissions with the potential to adversely impact human or environmental health must be appropriately managed, controlled, and treated prior to release into the environment. This includes managing releases of active Pharmaceuticals into the Environment (PiE).

5.3. Spills and Releases

Eisai requires Business Partners to have systems in place to prevent and mitigate accidental spills and releases to the environment and adverse impacts on the local community.

5.4. Resource Use

Eisai requires Business Partners to take measures to improve efficiency and reduce the consumption of resources.

5.5. Sustainable Sourcing and Traceability

Eisai requires Business Partners to carry out due diligence on the source of critical raw materials to promote legal and sustainable sourcing.

6. Management Systems

Eisai requires Business Partners to use management systems to maintain business continuity, facilitate continual improvement and compliance with the expectations of these principles.

6.1. Commitment and Accountability

Eisai requires Business Partners to demonstrate commitment to the concepts described in this document by allocating appropriate resources and identifying senior responsible personnel.

6.2. Risk Management

Eisai requires Business Partners to have mechanisms to determine and manage risks in all areas addressed by the Code.

6.3. Documentation

Eisai requires Business Partners to maintain documentation necessary to demonstrate conformance with the Code and compliance with applicable regulations.

6.4. Training and Competency

Eisai expects Business Partners to devise and implement a training program that achieves an appropriate level of knowledge, skills, and abilities in management and workers to address the expectations in the Code.

6.5. Continual Improvement

Eisai expects Business Partners to continually improve by setting performance objectives, executing implementation plans, and taking necessary corrective actions for deficiencies identified by internal or external assessments, inspections, and management reviews.

6.6. Identification of Concerns

All workers shall be encouraged to report concerns, illegal activities or breaches of these Principles in the workplace without threat of or actual reprisal, intimidation or harassment. Eisai expects Business Partners to investigate and take corrective action if needed.

6.7. Communication

Eisai expects Business Partners to have effective systems to communicate the Code to workers, contractors and their Business Partners.

21 August, 2020

Mitsuaki Tanaka

**Chief Compliance Officer
Eisai Co., Ltd.**