Eisai Co., Ltd.

EISAI's GLOBAL ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

Eisai Co., Ltd.

Prepared by	Corporate Compliance and Risk Management Department, Eisai Co., Ltd.
Approval by	Junichi Asatani Chief Compliance Officer Eisai Co., Ltd.
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Approval signature	

![Eisai] **Eisai Co., Ltd.**

Eisai is committed to conducting its business in a manner that is consistent with the highest ethical standards and all applicable legal requirements.   This is to ensure that all Eisai's business activities comply with the requirements of all applicable laws, rules, regulations, codes, guidelines, policies and procedures relating to bribery or corruption, including the facilitation of tax evasion.

All Eisai companies and any individual who works for or in association with Eisai must conduct business in a manner that complies with the above standards and requirements.

Third parties must not be engaged with the intent or effect of bypassing the requirements of this, or any other, Eisai policy.

Eisai will support any individual who refuses to offer or accept bribes.   Failure to comply with this policy will be treated seriously and may result in disciplinary action for employees and other serious consequences for third parties.

Prohibition of Bribery/Corrupt Activities

The following prohibitions include any interactions with public officials, private individuals and private sector employees.

The provision or receipt of bribes, including facilitation payments, by anyone acting for or on behalf of Eisai is prohibited.

No-one must directly or indirectly, give, promise to give, or authorize the giving of any item of value (gift, money, equivalents to money, the benefit of contracts, goods or services, meals, tickets, or any other benefit that an individual may value) that unduly influences or gives the appearance of unduly influencing an individual which could compromise Eisai's independent judgement.

No-one must allow, or appear to allow, a personal relationship to unduly influence their professional decision-making or judgement.

Contributions such as patient group support, sponsorships and academic research must never be given as an incentive or reward for past, present or future willingness to prescribe, administer, recommend, purchase, reimburse, authorize, approve or supply any product sold or provided by Eisai, or to make any other decision favourable to Eisai.

Individuals must not make political contributions on behalf of Eisai, or engage in any public policy or political activity on behalf of Eisai except in accordance with applicable law and company policy.

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Due Diligence of Third Parties

Eisai can be held responsible for the actions of third parties and has an obligation to have adequate procedures in place to prevent bribery or corruption by the third parties with which it works.

Third parties should be engaged only after considering the bribery and corruption risk posed and, where this is material, by performing relevant due diligence procedures.

Eisai will perform an effective and thorough due diligence review of a proposed merger or acquisition target to avoid Eisai incurring the risk of being held accountable for past or continuing violations committed by the target company.

Financial Books and Records

Records must be sufficiently maintained to prepare financial statements which are honest, timely and fair in accordance with generally accepted accounting principles and internal procedures. All agreements with third parties regarding discounts, rebates, pricing and other concessions must be approved in accordance with applicable procedures and have appropriate managerial authorization.

Consistency with Regional ABAC Requirements

Local Eisai Network Companies may implement local policies, guidelines and procedures consistent with this global policy and local requirements. In the event of any apparent conflict between this policy and any local policy, guideline, or procedure, Eisai employees should consult with their local compliance department representative.

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