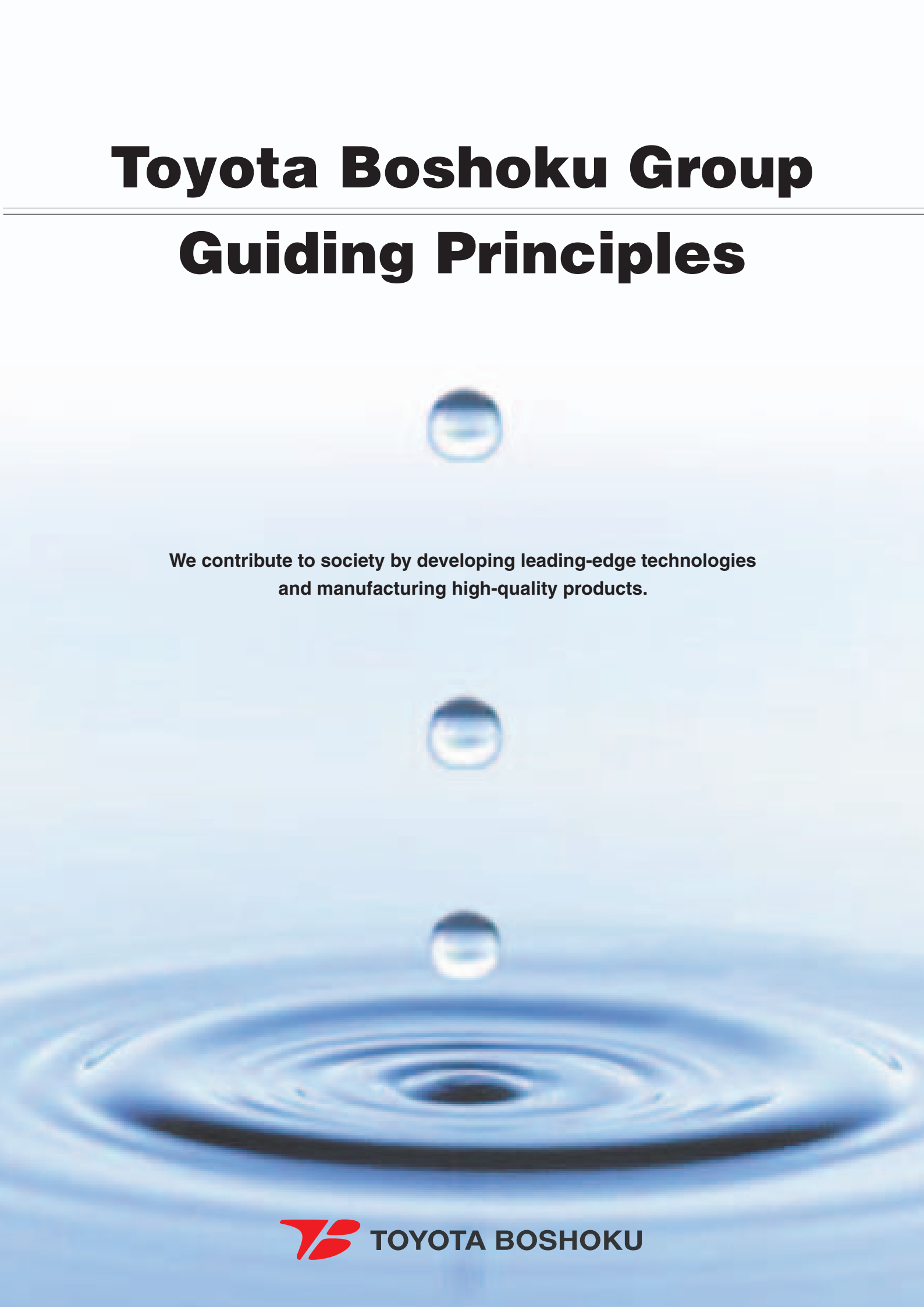


Toyota Boshoku Group

Guiding Principles



**We contribute to society by developing leading-edge technologies
and manufacturing high-quality products.**

Corporate Philosophy

- 1** Society The Company will promote corporate growth while fulfilling the following responsibilities as a good corporate citizen:
 - (1) Maintain ethical values, ensuring that our corporate activities are fair and transparent;
 - (2) Supply safe products that do not harm the environment; Promote corporate activities that help protect the global environment;
 - (3) Create a better society as a member of our local communities.
- 2** Customers The Company will develop innovative technologies and products to deliver quality that satisfies our customers.
- 3** Shareholders The Company will promote innovative management policies that ensure future corporate growth and the trust of our shareholders.
- 4** Employees The Company will build and maintain positive labor-management relations, respect the individuality of its employees and create safe and comfortable workplaces.
- 5** Business partners The Company will promote open and mutually beneficial relationships with its business partners in pursuit of long-term growth and prosperity.

TB Way

The values, patterns of conduct, and philosophies that Toyota Boshoku must maintain and observe

We contribute to society by developing leading-edge technologies and manufacturing high-quality products.

- 1** We meet challenges with courage and creativity, to realize our dreams.
- 2** We carry out Kaizen continuously, aiming to achieve higher goals.
- 3** We practice Genchi Genbutsu by going to the source to analyze problems and find their root causes.
- 4** Once a decision is made, we move quickly to carry out the plan, with passion and a sense of mission.
- 5** We seek to do our best, act professionally, and take responsibility for our actions.
- 6** We respect the values of other cultures and accept differences, with an open mind and global perspective.
- 7** As a good corporate citizen, we do what is right and contribute to society.
- 8** We respect the individual and use teamwork to produce the best result.

Table of Contents

About the Revisions to the “Guiding Principles for Employee Conduct”	3
■ Toyota Boshoku Group Guiding Principles	5
■ Guiding Principles for Employee Conduct	7
1 Business activities	
1- 1 Dealings with customers	7
1- 2 Dealings with suppliers	7
1- 3 Dealings with political parties and public agencies	8
1- 4 How to respond to anti-social forces	8
1- 5 Ensuring safety and quality	9
1- 6 Consideration of the environment	9
1- 7 Global business activities	9
1- 8 Protection of company assets	10
1- 9 Respect for intellectual property rights	10
1- 10 Handing confidential information	11
2 Relations between employees and the company	
2- 1 Global human resources development	11
2- 2 How to build a meaningful workplace	12
2- 3 Prohibition of illegal and antisocial acts	13
3 As members of society	
3- 1 A healthy social lifestyle	13
3- 2 Contribution to society	13
3- 3 Corporate information and publicity	14
3- 4 Insider trading	14
3- 5 Traffic safety	14

About the Revisions to the “Guiding Principles for Employee Conduct”

At the time of Toyota Boshoku’s inauguration in October 2004, the company drew up the “Guiding Principles for Employee Conduct” as a guidebook to explain proper conduct for our employees.

Roughly three years have passed since that time, but ongoing economic globalization, shifts in workers’ attitudes, increased consumer and customer awareness, and other changes over the intervening three-year period have resulted in major changes in the environment in which the company operates.

Furthermore, the company itself has continued to pursue aggressive business expansion, developing into what today a business group is comprising over eighty companies, including subsidiaries and affiliates both in Japan and overseas.

In light of these circumstances, all Toyota Boshoku Group companies are being required as members of our global corporate group to fulfill their social mission and responsibilities in each area of the world as never before.

It also goes without saying that each individual employee of the Toyota Boshoku Group’s companies is required to act with great dignity, maintain a global outlook, and adopt fair and just attitudes in regard to our society.

We have thus revised the “Guiding Principles for Employee Conduct” to bring it into line with current trends and changes in the current climate and, based on these new guidelines, we want to ensure that all Toyota Boshoku Group employees not only apply these concepts to matters requiring such attention on the job, but also to the arrangements they must endeavor to make in their daily lives, fully incorporating the approach of “doing what you should, and not doing what you shouldn’t.”

In truth, this version of the principles for conduct are not focused as much on what “you have to do,” but rather can be thought of as each individual’s own “declaration of conduct as a member of the Toyota Boshoku Group, determined in line with these principles.”

Lastly, in order to secure the public’s trust in the Toyota Boshoku Group, we ask that every single employee thoroughly read these “Guiding Principles for Employee Conduct” and maintain an awareness of their role as employees of the Toyota Boshoku Group. We further expect everyone to obey the rules of society and our company, exhibit common sense in their conduct, and let the “Guiding Principles for Employee Conduct” be reflected in their daily work.

February 2008

President



The Importance of Ethics

In developing our global business thus far, the Toyota Boshoku Group has attached great importance to business ethics in executing the company's business activities.

Yet as we continue to promote this approach, fulfilling our corporate social responsibilities (CSR) to all stakeholders will further require our involvement in an extensive variety of activities.

The ethics constituting the foundation of such activity, however, remain unchanged.

The "Guiding Principles for Employee Conduct" produced three years ago earnestly expressed the importance of these ethics. Here we offer a reprint of the "Message from the President" from that time, along with a request that everyone recognize anew the importance of our ethics.

To all personnel:

The new Toyota Boshoku has now been launched with the goal of "becoming the world's best automotive interior systems supplier and filter and power train manufacturer."

As members of the now-global Toyota Boshoku enterprise, each of you already has been obliged to adhere at all times to laws and ethics both at work and off the job.

It thereby follows that, for the company's sake as well, no infractions of the law can be tolerated. Neither can we permit conduct that is not in accordance with company norms, even in cases that involve no legal restrictions.

Thus, in staking this position, we have created the "Guiding Principles for Employee Conduct," which provides concrete guidelines for individual conduct.

This booklet offers guidance with problems that all of us face in the course of our activities as Toyota Boshoku employees.

While it is impossible for these guidelines to cover every single legal and ethical issue that may arise, we ask that you base your decisions and actual conduct in each individual situation on an understanding of the approach embodied in these principles.

Gaining and maintaining the public's trust in Toyota Boshoku as a good corporate citizen requires each employee to make steady, long-term efforts, yet that trust can be lost in an instant, as even minor infractions made by a single individual may be seen by the public as being representative of the company as a whole.

We expect all employees to remain constantly aware of their roles as employees of the Toyota Boshoku Group by reading these "Guiding Principles for Employee Conduct" thoroughly then obeying the rules of society while exhibiting common sense in their conduct.

November 1st, 2004

Masanao Motonami
President

■ Toyota Boshoku Group Guiding Principles

1 Business activities

1- 1 Dealings with customers

As members of the Toyota Boshoku Group, we shall aim to ensure customers' satisfaction and trust, keeping in mind the principles of fair trade and free competition amid the continuing globalization of our business.

1- 2 Dealings with suppliers

As members of the Toyota Boshoku Group, we shall adopt a fair and equitable stance in our business dealings with suppliers. Recognizing that the Toyota Boshoku Group's business activities are made possible through the cooperation and support of our suppliers and numerous other related entities, we shall make no unfair or unreasonable demands of our suppliers.

1- 3 Dealings with political parties and public agencies

As members of the Toyota Boshoku Group, we shall steadfastly refuse involvement in making improper donations, providing or accepting entertainment, or engaging in any other illegal conduct with any political party or public agency. We commit to fairness and transparency in establishing relationships with political parties and public agencies.

1- 4 How to respond to Anti-social forces

As members of the Toyota Boshoku Group, we commit our organization to presenting a resolute stance in countering anti-social influences that threaten civil society.

1- 5 Ensuring safety and quality

As members of the Toyota Boshoku Group, we consider it the obligation of those involved in the manufacturing industry to provide products the consumer can use with assurance. Accordingly, we shall conduct all aspects of our business, including design, manufacturing, and sales, with an awareness of the importance of safety and quality.

1- 6 Consideration of the environment

As members of the Toyota Boshoku Group, we aim to grow and develop in harmony with the environment. Thus, in observance of legal controls and regulations, we shall manufacture environmentally-friendly products, take steps to reduce use of energy and resources, and work to reduce our impact on the environment through our various business activities.

1- 7 Global business activities

As members of the Toyota Boshoku Group, all of us belonging to the Toyota Boshoku Group shall commit to a thorough understanding of our basic principles and guidelines for conduct of our global business activities. Furthermore, in conducting our activities, we shall maintain respect for the customs and cultures of the countries where we are involved and consideration of the feelings of their citizens and residents.

1- 8 Protection of company assets

As members of the Toyota Boshoku Group, we shall utilize company assets appropriately and effectively. Additionally, we shall protect against the loss, theft, and destruction of company assets through stringent guardianship and management.

1- 9 Respect for intellectual property rights

As members of the Toyota Boshoku Group, we shall respect intellectual property rights and shall not engage in unauthorized or improper use of intellectual property. Furthermore, we shall take the greatest possible care in the development of new technologies and other activities to avoid careless infringement upon the intellectual property rights of any third party.

1- 10 Handing confidential information

As members of the Toyota Boshoku Group, we shall not improperly disclose or make use of personal data or other confidential information. Furthermore, we shall handle all confidential information in accordance with internal company regulations, regardless of the issue of disclosure or nondisclosure.

2 Relations between employees and the company

2- 1 Global human resources development

As members of the Toyota Boshoku Group, we shall sustain our human resource development programs, support employee self-development and self-realization based on self-initiative, and develop professional human resources capable of participating actively on a global scale.

2- 2 How to build a meaningful workplace

As members of the Toyota Boshoku Group, we shall create a workplace environment in which all employees can work cheerfully and with peace of mind. To achieve this aim, each employee shall endeavor to understand and adhere to the “rules that must be maintained in the workplace.”

2- 3 Prohibition of illegal and antisocial acts

As members of the Toyota Boshoku Group, we shall rigorously oppose within the company any private conduct, any acts that disturb discipline and public order, and other behavior that hinders the smooth administration of operations.

3 As members of society

3- 1 A healthy social lifestyle

As members of the Toyota Boshoku Group, we shall encourage our personnel to maintain awareness of laws and social norms, even in their own personal matters, and to exhibit good sense in their social activities.

3- 2 Contribution to society

As members of the Toyota Boshoku Group, we shall work to promote social contribution activities that can aid in society’s development and to be a corporate citizen that enjoys the trust of society. In addition, we support individual employees’ own voluntary, active participation in the community.

3- 3 Corporate information and publicity

As members of the Toyota Boshoku Group, we shall endeavor on our public affairs activities as an enterprise trusted by society, disclosing the information required by shareholders, investors, customers, local communities, and others in a timely and appropriate manner.

3- 4 Insider trading

As members of the Toyota Boshoku Group, we shall strive to prevent employees and other related parties from effecting trades of this company’s shares or other trading based on information about this company or its trading partners prior to the public disclosure of such information.

3- 5 Traffic safety

As members of the Toyota Boshoku Group, we recognize our connection to the automotive industry, and thus shall exercise care in driving, not only obeying the rules of traffic but also maintaining proper traffic manners.

■ Guiding Principles for Employee Conduct

1 Business activities

1- 1 Dealings with customers

As members of the Toyota Boshoku Group, we shall aim to ensure customers' satisfaction and trust, keeping in mind the principles of fair trade and free competition amid the continuing globalization of our business.

Relevant Points Regarding Conduct

● Prohibition of Bid Rigging and Cartels

- ◇ Employees are to flatly reject participation in any meetings and/or pacts with competing companies the purpose of which is the exchange of information on selling prices, quantities being handled, when products are to be released for sale, and other such information.
- ◇ During attendance at meetings of industry organizations, employees are to completely avoid involvement in any prior arrangement and/or pact regarding selling prices, quantities being handled, when products are to be released for sale, and other such information.

● Prohibition of Unfair Advertising

- ◇ To secure the trust of consumers and customers, our advertising is to provide appropriate information, without the use of counterfactual or misleading expressions and with no slandering or maligning of competing companies or their products.
- ◇ All advertising containing comparisons with competing companies' products must clearly indicate the basis of comparison, using data based on the most recently published information and facts.

● Gifts and Entertainment

- ◇ Strict caution must be exercised in furnishing compensation, gifts, and entertainment to ensure that all such matters are conducted properly in accordance with general business practices and proper ethics and morals, as well as to avoid illegalities.
- ◇ Furnishing of goods or services with the intent of receiving special consideration from customers, competing companies, or other parties is disallowed. Similarly, no special consideration is to be received, even in response to requests from customers for such articles, services, or other benefits.

1- 2 Dealings with suppliers

As members of the Toyota Boshoku Group, we shall adopt a fair and equitable stance in our business dealings with suppliers. Recognizing that the Toyota Boshoku Group's business activities are made possible through the cooperation and support of many related entities, we shall make no unfair or unreasonable demands of our suppliers.

Relevant Points Regarding Conduct

● Placing Orders

- ◇ No orders shall be placed with suppliers by non-authorized person(s) or section(s). In addition, those other than the person in charge of ordering shall refrain from discussing or acting to effect placement and/or reception of orders.
- ◇ Selection of suppliers is to be determined not only on the basis of price, but also with consideration given to technical ability, product quality, reliability, and other supplier aspects. Additionally, due caution must be paid to prevent specific suppliers from receiving preferential treatment on the basis of individual preference, gifts of money or other articles, or other personal connections.
- ◇ Prices shall be determined rationally through estimates from suppliers and other such means and shall follow approved purchasing standards and protocols. While it is acceptable in negotiating prices to request more favorable conditions in response to a supplier's price offer, we shall not exploit any position of advantage to make unfair demands.
- ◇ Issuance of purchase orders and other prescribed procedures shall be effected promptly when orders are placed.

● Receiving

- ◇ In receiving orders, all required procedures must be carried out in accordance with the prescribed methods.
- ◇ In cases whereby there is no distinct accountability to the supplier, delivered goods, job completion notices, and other items are to be accepted on the spot. If any requirement to provide acknowledgement to the supplier does exist and receipt of an order is turned down, a written response clearly indicating the reasons for the rejection must be supplied.

● Payment

- ◇ Even should no such accountability be required by to the supplier, we shall not demand any reduction in price nor shall we refuse to pay for any goods once they have been delivered and accepted.
- ◇ Payment for ordered goods shall be effected promptly upon the receipt of delivered goods, job completion notices, and any other relevant items and shall follow standard accounting practices and based upon payment terms agreed upon between the vendor and the purchasing department.

● Gifts and Entertainment

- ◇ We shall neither offer nor accept requests for articles or services with the intent of obtaining any special consideration from suppliers, competing companies, or other parties.
- ◇ When receiving gifts or participating in travel or other events for the purposes of entertainment related to the course of business, strict caution must be exercised to ensure all actions are conducted properly in accordance with general business practices and proper ethics and morals, as well as to avoid illegalities.
- ◇ Even in cases of private celebrations, gifts and entertainment considered beyond the reasonable scope according to societal norms must be refused.

1- 3 Dealings with political parties and public agencies

As members of the Toyota Boshoku Group, we shall steadfastly refuse involvement in making improper donations, providing or accepting entertainment, or engaging in any other illegal conduct with any political party or public agency. We commit to fairness and transparency in establishing relationships with political parties and public agencies.



Relevant Points Regarding Conduct

● Gifts and Entertainment

- ◇ Prudence is required in furnishing gifts, entertainment, honoraria, and the like to politicians and public servants.
- ◇ Any gift, entertainment, farewell present, congratulatory money, or the like from any politician or public servant shall be refused.

● Political Contributions and Donations

- ◇ We shall not provide politicians or candidates any political contribution or donation that is in violation of the law.
- ◇ We shall not provide any politician, candidate, or political group any product or service under conditions more favorable than those in ordinary circumstances.

1- 4 How to respond to Anti-social forces

As members of the Toyota Boshoku Group, we commit our organization to presenting a resolute stance in countering anti-social influences that threaten civil society.



Relevant Points Regarding Conduct

● Responding to Anti-social forces

- ◇ Any contact with anti-social forces, regardless of the reason, shall be refused.
- ◇ About anti-social forces, these are not to be handled by individuals, and recordings of any utterances or discussions and/or similar "verification measures" must be considered. In such instances, we shall forgo any posture relying on the use of vague responses or raising expectations.
- ◇ We do not allow purchases of magazine or newspaper subscriptions or products from businesses belonging to or run by anti-social forces.
- ◇ We do not furnish monies or company products to anti-social forces, nor receive any invitations for travel, golf, or other activities from anti-social forces. Additionally, all offers of money and invitations for travel, golf, or other activities shall be firmly refused.
- ◇ We refuse to offer donations or other monetary support to anti-social forces and refuse to order advertising or publicity from them.
<What Constitutes "Anti-social forces">
"Boryokudan" gangster organizations, "sokaiya" (racketeer extortionists who disrupt stockholder meetings), political movements and groups feigning governmental activities, fraudulent businesses, etc.

1- 5 Ensuring safety and quality

As members of the Toyota Boshoku Group, we consider it the obligation of those involved in the manufacturing industry to provide products the consumer can use with assurance. Accordingly, we shall conduct all aspects of our business, including design, manufacturing, and sales, with an awareness of the importance of safety and quality.

Relevant Points Regarding Conduct

● Ensuring Product Safety

- ◇ In designing products, full consideration must be given to the environment in which the products are to be used.
- ◇ In manufacturing products, procedural standards must be observed and full attention paid to building in product quality.
- ◇ In selling our products, appropriate explanations and usage precautions must be provided with owner's manuals and other means so consumers and users can use the products correctly.

1- 6 Consideration of the environment

As members of the Toyota Boshoku Group, we aim to grow and develop in harmony with the environment. Thus, in observance of legal controls and regulations, we shall manufacture environmentally-friendly products, take steps to reduce use of energy and resources, and work to reduce our impact on the environment through our various business activities.

Relevant Points Regarding Conduct

● Ecological Business Practices

- ◇ We shall strive in developing and designing products to make products lighter, improve recyclability, reduce amounts of environmentally hazardous substances, utilize recyclable materials (e.g., kenaf), and otherwise work towards safe and environmentally sound manufacturing.
- ◇ In all aspects of our business activity, from product development and design to materials procurement, production and distribution, we shall obey all legal regulations concerning air and water quality, vibration and noise, waste materials, and other aspects, and shall endeavor to conserve energy, reduce waste, and otherwise follow environmentally-friendly business practices.
- ◇ We shall work to reduce our burden on the environment from our offices, promoting resource conservation and recycling through such measures as observing proper air conditioning and heating temperatures to save energy, computerizing offices to achieve paperless documentation, and separating trash for recovery as resources.
- ◇ In cooperation with affiliated companies, we shall strive to form links in all levels of society in connection with environmental preservation.

● Attitudes as Members of Society

- ◇ As members of the local community, we shall actively cooperate in separating trash for collection and strive to save electricity and water.
- ◇ We shall avoid such actions as illegal dumping and throwing trash from our vehicles, as we endeavor to beautify our local environments.
- ◇ When driving, we shall refrain from wasteful idling, sudden starts and acceleration, and other wasteful driving habits and do our utmost to drive in an ecological manner.

1- 7 Global business activities

As members of the Toyota Boshoku Group, all of us belonging to the Toyota Boshoku Group shall commit to a thorough understanding of our basic principles and guidelines for conduct of our global business activities. Furthermore, in conducting our activities, we shall maintain respect for the customs and cultures of the countries where we are involved and consideration of the feelings of their citizens and residents.

Relevant Points Regarding Conduct

● Observance of Laws, Regulations, and Morals

- ◇ Before exporting any legally regulated product, equipment, drawings, or other item, we shall always confirm and determine all export license requirements and other prescribed examinations in advance. When importing articles, we shall adhere to all import laws.
- ◇ Transferred employees shall maintain an awareness of their status as representatives of the company and shall exhibit good sense in speech and behavior.
- ◇ Those traveling on company business shall conduct themselves in a disciplined manner befitting an employee of the Toyota Boshoku Group.

● Respect for Culture

◇ Those involved in overseas operations shall act with respect for the culture, religion, manners, and customs of the respective country or region and shall strive to gain the trust of the local community.

● Ensuring Health and Safety

◇ Transferred employees or those traveling overseas on business shall give caution to security, traffic safety, and illnesses and strive to ensure health and safety for themselves and their families.

◇ Employees shall remain aware of government-issued travel advisories and recommendations and heed their instructions.

1- 8 Protection of company assets

As members of the Toyota Boshoku Group, we shall utilize company assets appropriately and effectively. Additionally, we shall protect against the loss, theft, and destruction of company assets through stringent guardianship and management.



Relevant Points Regarding Conduct

● Protection of Tangible Assets

◇ Employees are to refrain from using company equipment, tools, furnishing, or other company property for private, non-company business or for personal gain and shall not remove such assets from company premises without prior approval.

◇ Company assets are to be carefully guarded and managed to prevent their loss, theft, and destruction.

● Protection of Intangible Assets

◇ Employees shall not engage in the improper use of the company's important Information assets concerning our technology, business operations, personnel, and other aspects of the company, and shall use caution to prevent such information from being leaked outside the company and used illicitly.

◇ Employees shall refrain from illicitly copying company software or data and shall avoid using email, telephones and faxes for non-work related purposes.

<Main Assets Requiring Protection and Management>

Tangible Assets: Land, buildings, facilities, equipment, products, work in process, devices, electronic office equipment, office supplies, cash deposits, securities, etc.

Intangible Assets: Patent rights, trademark rights, copyrights, design rights, knowledge, and other intellectual property; information about products and technologies; purchasing and business information, personnel and accounting information, software (programs, data, etc.), and the like

1- 9 Respect for intellectual property rights

As members of the Toyota Boshoku Group, we shall respect intellectual property rights and shall not engage in unauthorized or improper use of intellectual property. Furthermore, we shall take the greatest possible care in the development of new technologies and other activities to avoid careless infringement upon the intellectual property rights of any third party.



Relevant Points Regarding Conduct

● Prohibition on Improper Use of Software

◇ Employees shall refrain from illicitly copying computer software and from installing software except as allowed by the user agreements and licenses or without prior written approval by the IT Department.

◇ Employees shall be duly cautious not to use or install illicitly copied software.

◇ Employees shall be mindful not to engage in unconstrained use or modification of commercial software without permission.

● Other

◇ In the development of new technologies and products, we shall conduct adequate patent searches to ensure no infringement upon others' patent rights and utility model rights.

◇ We shall pay heed not to use others' designs, trademarks, copyrights, or other rights without permission.

1- 10 Handing confidential information

As members of the Toyota Boshoku Group, we shall not improperly disclose or make use of personal data or other confidential information. Furthermore, we shall handle all confidential information in accordance with internal company regulations, regardless of the issue of disclosure or nondisclosure.

Relevant Points Regarding Conduct

● Protection of Confidentiality

- ◇ When disclosing confidential information, employees must first obtain prior permission from the company and the head of their organization.
- ◇ Any responses to requests for information directly from reporters, securities analysts, and other inquirers shall be made after consultations with the company and/or the head of the employee's organization.
- ◇ Thorough care in handling confidential information is to be exercised within the company as well. Measures such as the clearing of desktops and screens, timely retrieval of documents from printers and fax machines and disposal of traces of confidential information, etc. are employed to prevent leakage of confidential information outside of one's section.
- ◇ Except in cases in which the information has already be publicly disclosed, employees must not disclose any confidential information learned during their employment without the company's permission, even following retirement, resignation, or termination as stipulated in the Toyota Boshoku Confidentiality Agreement.
- ◇ Employees shall refrain from discussing company secrets with families, friends, and/or acquaintances.
- ◇ Employees shall refrain from discussions about confidential matters at restaurants and other sites where third parties may be present, even if such discussions are among company employees.
- ◇ As a principle, exchanges of confidential information should be accomplished in person through face-to-face meetings, and even in cases in which the use of media is necessary, adequate confirmation of the exchange with the other party or parties is to be effected through follow-up telephone calls or other means.
- ◇ Every effort must be made to avoid exchanging confidential information through mobile phones, cordless phones, email, the Internet, and other means that run the risk of leaking such information outside one's section, and utmost care must be exercised in cases whereby use of such means is unavoidable.
- ◇ Employees shall take care not to bring to the company or exit the company with photographic equipment and/or visual or audio storage media. Additionally, prior consent from the company is required when, for work-related reasons, photography or visual or audio recording on company premises is necessary.
- ◇ Employees shall take care not to bring to the company or exit the company with portable "flash", "jump", "memory sticks" or "USB Flash Hard Drives."

● Handling of Personal Information

- ◇ In handling personal information related to customers, suppliers, and other parties, only the minimum required information is to be obtained, and the information must be both used within the appropriate scope and protected.
- ◇ Employees shall be mindful not to use personal information acquired through the company for private purposes and not to furnish such information to others. Additionally, prior consent from the company is required, even in the line of work, when personal information is to be furnished outside one's own section.

● Handling of Personal Information Obtained from Outside One's Section

- ◇ Confidential information obtained from customers, clients, and other parties with whom the company has business shall be handled in the same manner as the company's own information.
- ◇ Confidential information obtained from customers, clients, and other parties with whom the company has business shall be used only for the purposes for which it is acquired.
- ◇ Minutes of meetings with customers, clients, and other parties with whom the company has business and other memoranda shall be handled with adequate care. Additionally, notebooks and other items taken to meetings must not be forgotten and left behind

2 Relations between employees and the company

2- 1 Global human resources development

As members of the Toyota Boshoku Group, we shall sustain our human resource development programs, support employee self-development and self-realization based on self-initiative, and develop professional human resources capable of participating actively on a global scale.

Relevant Points Regarding Conduct

● Human Resources Development

- ◇ We shall put into practice the TB Way, endeavoring with self-initiative in wholeheartedly pursuing daily growth and making use of every opportunity.

◇ We shall be mindful at all times to provide instruction and guidance to subordinates and juniors so as to create a better company and workplace.

2- 2 How to build a meaningful workplace

As members of the Toyota Boshoku Group, we shall create a workplace environment in which all employees can work cheerfully and with peace of mind. To achieve this aim, each employee shall endeavor to understand and adhere to the “rules that must be maintained in the workplace.”

Relevant Points Regarding Conduct

● Preserving Human Relationships

- ◇ We must remain mindful not to engage in the following types of conduct.
 - Discrimination or harassment based on ethnicity, religion, nationality, creed, gender, age, physical disability, illness, or other such reasons
 - Threats or violence against others
 - Slanderous or libelous speech or contemptuous attitudes towards others
 - Spreading inappropriate language or expressions over networks or using such expression on Internet screens

● Maintaining Health and Safety

- ◇ We shall always strive for order and tidiness.
- ◇ Employees are to refrain from fighting and gambling in the workplace.
- ◇ Employees are to refrain from bringing to the workplace any weapon, dangerous article, flammable item, or toxic substance not necessary for their work.
- ◇ Employees are not to enter areas where entrance is prohibited without permission.
- ◇ Employees are to avoid taking any dangerous article or toxic substance off company premises without consent.
- ◇ Employees shall be careful not to remove oil or other toxic substances off company grounds or to drain oil or any other toxic substances indiscriminately off company grounds.
- ◇ Smoking is permitted only in designated areas.

● Prohibition on Sexual Harassment

- ◇ We must remain mindful not to engage in the following types of conduct.
 - Requesting sexual relations or touching the body of another person without permission
 - Making others uncomfortable by using obscene language, jokes, or conduct or by showing obscene photographs or video
 - Conduct that would be offensive to one's own family

● Prohibition on Power Harassment

- ◇ We must pay full attention in avoiding the pressuring of subordinates emotionally or physically beyond the limits of common sense, regardless of any authority on the job.
- ◇ In aiding the development of subordinates, we must remain mindful to communicate our thoughts, even when exhibiting strictness. As such, we must foster close communications with subordinates at all times.

● Proper Management of Working Hours

- ◇ In accordance with labor laws and regulations, we shall manage our working hours appropriately and correctly report the amount of time worked. Additionally, we shall properly manage subordinates' working hours.
- ◇ We shall abstain from the use of overtime in excess of limits determined by labor and management. Furthermore, we shall be mindful not to direct subordinates to work overtime beyond those limits. In such instances where overtime in excess of these limits is unavoidably necessary, a prior request using specified procedures must be made.
- ◇ We shall utilize various systems for work leave, being mindful of the aim of creating liveliness during the time at work.

2- 3 Prohibition of illegal and antisocial acts

As members of the Toyota Boshoku Group, we shall rigorously oppose within the company any private conduct, any acts that disturb discipline and public order, and other behavior that hinders the smooth administration of operations.

Relevant Points Regarding Conduct

● Prohibition on Private Business at Work

- ◇ Employees are to remain mindful not to engage in the following actions at work without permission.
 - Distributing and posting printed material, broadcasting, advertising, giving speeches and holding gatherings, or otherwise disseminating information or ideas not related to work
 - Political activities, religious activities, collecting signatures, taking donations, etc.
 - Lending monies or selling goods with the aim of earning profits

● Prohibition on Employment Outside the Company

- ◇ Employees shall abstain from agreeing on contracts for other employment (including part-time work) or engaging in private business activity without the company's permission, even during non-work hours and holidays
- ◇ Employees shall not engage in speech or acts disadvantageous to the company, including providing confidential information to other companies which presently or henceforth may be in a competitive relationship, and shall not enter into employment with such companies.

3 As members of society

3- 1 A healthy social lifestyle

As members of the Toyota Boshoku Group, we shall encourage our personnel to maintain awareness of laws and social norms, even in their own personal matters, and to exhibit good sense in their social activities.

Relevant Points Regarding Conduct

● Sensible Corporate Activities

- ◇ We shall be mindful that all team members are our company ambassadors and should work to ensure that our social activities show good sense in accordance with laws and social norms. We are expected to assume responsibility for our own conduct, refraining from conduct, even while not at work, that may damage stakeholder's trust in the company.

● A Sound Lifestyle

- ◇ We shall endeavor to form sound, well thought out habits of consumption and building assets so as not to fall into illegal conduct due to a breakdown in lifestyle, and we shall refrain from excessive borrowing that may lead to impoverished lifestyle.

3- 2 Contribution to society

As members of the Toyota Boshoku Group, we shall work to promote social contribution activities that can aid in society's development and to be a corporate citizen that enjoys the trust of society. In addition, we support individual employees' own voluntary, active participation in the community.

Relevant Points Regarding Conduct

● Contributions to the Local Community

- ◇ We shall adopt the attitude of actively offering and feeding back to society the skills and expertise developed at the company, as well as our interests and special talents, through local events and activities.
- ◇ We shall endeavor to enrich our own lives by experiencing the social atmosphere outside the company through activities in the local community. In addition, we shall take our life experiences and what we hear first-hand and utilize these in our work.

3- 3 Corporate information and publicity

As members of the Toyota Boshoku Group, we shall endeavor on our public affairs activities as an enterprise trusted by society, disclosing the information required by shareholders, investors, customers, local communities, and others in a timely and appropriate manner.

Relevant Points Regarding Conduct

● Providing Accurate Information

- ◇ When releasing information, we shall ensure the facts are accurate and that disclosure is timely and fair.
- ◇ We shall be aware of the need for discreet handling in publicizing information and be sure to effect such releases through the responsible section.

3- 4 Insider trading

As members of the Toyota Boshoku Group, we shall strive to prevent employees and other related parties from effecting trades of this company's shares or other trading based on information about this company or its trading partners prior to the public disclosure of such information.

Relevant Points Regarding Conduct

● Trading Shares of One's Own Company

- ◇ Whenever an employee has knowledge of critical information that affects the price of our company stock, the employee must strictly refrain from buying or selling the company's stocks or bonds until the information is made public. Furthermore, employees shall refrain from asking their family or friends to buy or sell the company's stock or bonds on their behalf based on such information.
- ◇ Important information about customers or others with whom the company has business obtained in the course of work shall be handled in the same manner as our company's own information.

3- 5 Traffic safety

As members of the Toyota Boshoku Group, we recognize our connection to the automotive industry, and thus shall exercise care, not only obeying the rules of traffic but also maintaining proper traffic manners.

Relevant Points Regarding Conduct

● Observing the Rules of the Road

- ◇ We shall take care while driving company cars to drive in accordance with traffic rules, wearing seatbelts and keeping speeds under control, and strive to avoid causing or becoming involved in traffic accidents.
- ◇ Not only must we ourselves never drive while intoxicated or under the influence of alcohol, we shall also pay due caution following work, social gatherings, and the like to ensure no member drives while intoxicated or under the influence of alcohol.
- ◇ Recognizing that the use of mobile phones while driving is extremely dangerous conduct, whenever phoning is necessary we shall always stop the vehicle at a safe location before using the phone.
- ◇ Employees shall refrain from illegally modifying or customizing company vehicles.

● Dealings with Emergencies

- ◇ In the unfortunate event of involvement in a traffic accident while on company business, we shall provide aid to the injured, immediately summon an ambulance and contact the police, and report the incident to our insurance company as well as to Toyota Boshoku.

For questions or comments about the Guiding Principles contact:
Legal Affairs Division (Extension Kariya 3304)



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Toyota Boshoku Corporation

CSR Committee

