

## Conflicts of Interest Protocol

**Owner:** Hitachi Group Head of Risk Management (GHRM)

**Publication Date:** March 4, 2021

**Effective Date:** April 1, 2021

**Applicability:** Global

### Scope:

This Hitachi Group Conflicts of Interest Protocol (“Protocol”) applies worldwide to Hitachi, Ltd. and all of its consolidated subsidiaries i.e. includes HHPE – Hitachi Hi-Rel Power Electronics Private Limited (“Hitachi Group”) and to Hitachi Group’s workforce (meaning its officers, employees – whether full-time, part-time or temporary - and contractors).

### Objectives:

To ensure that Hitachi Group’s workforce:

1. Maintains high ethical standards and makes all decisions in the best interests of Hitachi Group;
2. Understands what Hitachi means by conflicts of interest and how to avoid them; and
3. Discloses actual or potential conflicts of interest to Hitachi Group.

### Background:

Hitachi Group expects its workforce to act at all times in an ethical, respectful manner and to avoid situations in which their personal interests conflict, or even appear to conflict, with those of the Hitachi Group. Conflicts of interest create more confusion than many other compliance topics, sometimes as a result of local business practices or cultural norms, or from varying interpretations of corporate rules or guidelines. While some situations are clear-cut, others are more nuanced, so there is a need to articulate what is meant by a conflict of interest and to provide real-world examples.

This Protocol reflects and expands on the provisions of the Hitachi Group Codes of Conduct and the Hitachi Group Code of Ethics and Compliance, and the Hitachi Group Anti-Bribery and Anti-Corruption Policy (“ABAC Policy”).

### Statements of Principle:

1. Hitachi Group requires its workforce to avoid any situations in which their or their’s family, friends or relatives personal interests appear to be or are in fact inconsistent or interfere in any way with the interests of the Hitachi Group or the duties that they owe to the Hitachi Group.

## Conflicts of Interest Protocol

2. Hitachi Group requires its workforce to disclose, or seek guidance from the appropriate department regarding, any existing or potential situation that may conflict with the interests of the Hitachi Group, so that Hitachi Group can evaluate any impact that may be unacceptable.
3. Hitachi Group's workforce must not evade these requirements by acting indirectly through anyone else, such as family, friends or relatives.

### 1. Examples of Conflicts of Interest

#### A. Business Activities

Unless prior written approval has been received from your organization's Legal and Compliance department ("Legal and Compliance") or another appropriate department:

- a) Do not perform work for Hitachi Group competitors or otherwise compete against Hitachi Group, if that performance would create, or appear to create, a conflict of interest with Hitachi Group.
- b) Do not accept personal loans from Hitachi Group customers, resellers, distributors, suppliers or other business partners, except in the context of an arm's length transaction, such as a mortgage or other secured loan.
- c) Do not buy, sell or otherwise deal in securities of a company which you know that Hitachi Group is interested in acquiring or selling that company, if that deal would create, or appear to create, a conflict of interest with Hitachi Group.
- d) Do not invest or hold any other ownership interest in any company that is a current or potential competitor or customer of or supplier to Hitachi Group, if that investment would create, or appear to create, a conflict of interest with Hitachi Group.
- e) Do not market products, services or solutions that compete with current or potential offerings from Hitachi Group companies, with a view to receiving payment or any benefit in kind from such activity, whether directly or indirectly in a personal capacity, if that marketing would create, or appear to create, a conflict of interest with Hitachi Group.
- f) Do not perform services in a personal capacity for a customer, reseller or distributor that Hitachi Group itself could be performing, if that performance would create, or appear to create, a conflict of interest with Hitachi Group.
- g) Do not source products or services for use by Hitachi Group from a company owned or controlled by a close family member (including spouse, partner, children, siblings or in-laws).

## Conflicts of Interest Protocol

### B. Board Participation

Hitachi Group is always expanding into new business areas, so there is no firm line regarding acceptable board participation. Guidance and approval should be sought from your manager, Human Resources or Legal and Compliance in advance of any such participation. However, you may not serve on the board of a customer, reseller or distributor of, supplier to, or competitor of Hitachi Group in principle. You are also required to adhere to Hitachi's employment regulations.

### C. Company Time and Assets

As a member of Hitachi Group's workforce:

- a) Do not perform non-Hitachi Group work or solicit non-Hitachi Group business during work hours.
- b) Do not use Hitachi Group assets, including email, internet, equipment, materials, resources or confidential information, for any business other than that of Hitachi Group.
- c) Do not check personal email or print for non-work purposes, if such activities interfere with your work or the work of others.

### D. Insider Information and Insider Trading

- a) If you become aware of Insider Information, you must manage it appropriately so that it is not leaked or otherwise disclosed. You must not engage in Insider Trading.
- b) Insider Information means any type of material, non-public information concerning listed companies, including Hitachi, Ltd., that may affect investment decisions of general investors with respect to such companies. For example, Insider Information is such that knowing it, reasonable investors would sell or purchase stocks, as it affects the stock price.
- c) Insider Trading means trading shares or other securities of a company while in possession of Insider Information, until such information is publicly announced by the company.
- d) If you receive Insider Information through your work, you are also prohibited from communicating it to others or recommending that they trade shares or other securities for themselves or anyone else, for the purpose of making a profit or avoiding a loss.

### E. Public Service

Hitachi Group supports responsible participation in the civic life of local communities, such as serving on a board or committee. However, you must abstain from voting on, or participating in, any decision that involves a relationship between that entity and Hitachi Group, in order to avoid any actual or perceived conflict of interest.

## Conflicts of Interest Protocol

### 2. Exceptions to this Protocol

Should any Hitachi Group company wish to adopt stricter or more lenient conflict of interest principles or examples than those outlined in this Protocol, an application must be made in writing to the GHRM, whose decision on such exceptions will be final.

In addition to this Conflicts of Interest Protocol, "Declaration of Interest policy" introduced at HHPE w.e.f. 7<sup>th</sup> November, 2020 (Doc # HHPE/HR POLICY/ICC/07/11/2020 /Rev.00 ) shall also prevail and in case of any conflict in any manner regarding interpretation or implmenetaion, the decision of Internal Compliane Committee AND / OR Board of Directors in consultation with the concerned at Hitachi, Japan shall be final.

### 3. Hitachi's Expectations

In order to comply with Hitachi's commitment to conducting business in an ethical and legal manner worldwide, this Protocol reflects the highest level of integrity expected of Hitachi Group's officers, employees and contractors, irrespective of any lesser requirements that may exist in any given region or country in which Hitachi Group does business. If you have any doubt as to whether any particular situation or activity amounts to a conflict of interest, you must seek guidance from your manager, Human Resources, or Legal and Compliance.

### 4. Accounting and Business Records

All records to demonstrate the compliance with this Protocol must be retained in accordance with the relevant rules on retention of compliance related documents of the Hitachi Group.

### 5. Personal Liability

If you violate this Protocol, fail to disclose or seek guidance on actual or potential conflicts of interest, you may be subject to disciplinary action, up to and including termination of employment. Prompt and proper disciplinary action must be taken after undertaking proper investigation of all violations of this Protocol, whether actual or suspected, carried out in accordance with the relevant rules on conducting compliance related internal investigations and compliance related disciplinary actions of the Hitachi Group.

### 6. Suspicions and Reporting Violations

You must report any actual or suspected instance of a breach of this Protocol to your manager or Legal and Compliance. You may also file a report with the Hitachi Global Compliance Hotline

### **Conflicts of Interest Protocol**

("Hotline"), either online or by phone. When using the Hotline, you may report anonymously, unless prohibited by local law. Hitachi will never retaliate against you or tolerate harassment, discrimination or retaliation by others, if you report in good faith.