

Seiko Group Procurement Guidelines

SEIKO GROUP CORPORATION

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<Preamble (Introduction)>

Based on our corporate philosophy of creating “A future filled with smiles all over the world” and of being “A company that is trusted by society,” the Seiko Group is committed to fulfilling its social responsibilities by always taking a customer-oriented approach, providing high-quality products and services, addressing multiple social issues, contributing to the realization of a sustainable society, and constantly seeking to increase our corporate value.

Based on this philosophy, our Group believes that by working with our valued suppliers to address environmental, social, and governance (ESG) issues throughout the supply chain, we can build long-term trust relationships and contribute to the realization of a sustainable society that operates in harmony with local communities.

To this end, we have established the Seiko Group Procurement Guidelines, which cover our entire supply chain.

We hope that suppliers will understand the purpose of these Guidelines, work on them within their own companies, and promote their understanding and dissemination throughout their own supply chains.

These Guidelines have been formulated based on the Responsible Business Alliance (RBA) Code of Conduct (ver. 7.0), in consideration of our own business environment and materiality issues, with reference to a variety of standards.

<Related Group Purpose, Policies, etc. of Our Company>

- **Group Purpose**

https://www.seiko.co.jp/group/purpose_and_philosophy/

- **Human Rights Policy**

https://www.seiko.co.jp/csr/sustainability_policy/human_rights.html

- **Environmental Policy**

<https://www.seiko.co.jp/csr/environment/management/#title01>

- **Procurement Policy**

<https://www.seiko.co.jp/csr/society/supplier/#supplier-title>

Seiko Group Procurement Guidelines

Scope of these Guidelines

These Guidelines apply to all companies and organizations in the supply chain [suppliers of materials, parts, finished products, etc., subcontractors, service providers, human resource providers (including contractors and temporary personnel agencies), etc., hereinafter collectively referred to as “suppliers”] that are involved with the individual products and services of the Seiko Group, regardless of brand.

(1) LABOR

Suppliers are committed to uphold the human rights of workers, and to treat them with dignity and respect as understood by the international community. This applies to all workers, including temporary, migrant, student, contract, direct employees, and any other type of worker.

The recognized standards, as set out in the References, were used in preparing the Code and may be useful sources of additional information.

The labor standards are:

① Freely Chosen Employment

- a. There shall be no forced, bonded (including debt bondage) or indentured labor, involuntary or exploitative prison labor, slavery, or trafficking of persons. Such activities are strictly forbidden. This includes transporting, harboring, recruiting, transferring, or receiving persons by means of threat, force, coercion, abduction, or fraud for labor or services.
- b. There shall be no unreasonable restrictions on workers’ freedom of movement in the facility, nor unreasonable restrictions on entering or exiting company-provided facilities including, if applicable, workers’ dormitories or living quarters.
- c. As part of the hiring process, all workers must be provided with a written employment agreement in their native language that contains a description of all terms and conditions of employment.
- d. Any foreign migrant worker must receive an employment contract before that worker leaves his/her country of origin.
- e. Once in the receiving country, no substitution or modification of the employment contract is allowed unless it is modified to meet local laws that result in providing equivalent or better conditions.
- f. All work must be voluntary, and workers shall be free to leave work at any time or terminate their employment without penalty if reasonable notice is given as per worker’s contract.
- g. Employers, agents, and sub-agents may not hold or otherwise destroy, conceal, or confiscate identity or immigration documents, such as government-issued identification,

passports, or work permits. Employers can only hold documentation if such holdings are required by law. At no time should workers be denied access to their documents.

- h. Workers shall not be required to pay employers' agents or sub-agents' recruitment fees or other related fees for their employment. If any such fees are found to have been paid by workers, such fees shall be repaid to the worker.

② Child Labor and Youth Labor

- a. Child labor is not to be used. The term "child" refers to any person under the age of 15, or under the age for completing compulsory education, or under the local minimum legal age for employment, whichever is greatest. Suppliers shall implement an appropriate mechanism to verify the age of workers. We support the use of legitimate workplace learning programs that comply with all laws and regulations.
- b. Workers under the age of 18 (Young Workers) shall not perform work that is likely to jeopardize their health or safety, including working night shifts and overtime.
- c. Responsible management of student workers shall be carried out through proper maintenance of student records, rigorous due diligence of educational partners, and protection of students' rights in accordance with all applicable laws and regulations.
- d. Suppliers shall provide appropriate support and training to all student workers.
- e. In the absence of local law, the wage rate for student workers, interns, and apprentices shall be at least the same wage rate as for other entry-level workers performing equal or similar tasks.
- f. If child labor is identified, assistance/remediation will be provided.

③ Working Hours

- a. Working hours are not to exceed the maximum set by local law.
- b. Workweeks should not exceed 60 hours per week, including overtime, except in emergency or unusual situations.
- c. Overtime must not be forced or considered mandatory.
- d. Workers shall be allowed at least one day off every seven days.

Note : Studies of business practices clearly link worker strain to reduced productivity, increased turnover, and increased injury and illness.

④ Wages and Benefits

- a. Compensation paid to workers shall comply with all applicable wage laws, including those relating to minimum wages, overtime hours, and legally mandated benefits.
- b. In compliance with local laws, workers shall be compensated for overtime at pay rates greater than regular hourly rates.
- c. Deductions from wages as a disciplinary measure shall not be permitted.

- d. For each pay period, workers shall be provided with a timely and understandable wage statement that includes sufficient information to verify accurate compensation for work performed.
- e. All use of temporary, dispatch, and outsourced labor will be within the limits of the local law.

⑤ Humane Treatment

- a. There is to be no harsh or inhumane treatment including violence, corporal punishment, gender-based harassment, sexual abuse, mental or physical coercion, bullying of any kind, public shaming, or verbal abuse of workers; nor is there to be the threat of any such treatment. All of these conditions shall apply equally to communication via digital media.
- b. Disciplinary policies and procedures in support of these requirements shall be clearly defined and communicated to workers.

⑥ Non-Discrimination/Non-Harassment

- a. Suppliers should be committed to a workplace free of harassment and unlawful discrimination.
- b. Companies shall not engage in any form of discrimination or harassment based on race, color, age, gender, sexual orientation, gender identity and expression, ethnicity or national origin, disability, pregnancy, religion, political affiliation, union membership, covered veteran status, protected genetic information or marital status in hiring and employment practices such as wages, promotions, rewards, and access to training.
- c. Companies shall make reasonable accommodations to support workers' religious practices.
- d. In addition, workers or potential workers should not be subjected to medical tests, including pregnancy or virginity tests, or other physical exams that could be used in a discriminatory way.

Note: This was drafted in consideration of ILO Discrimination (Employment and Occupation) Convention (No.111).

⑦ Freedom of Association

- a. In conformance with local law, suppliers shall respect the right of all workers to form and join trade unions of their own choosing, to bargain collectively, and to engage in peaceful assembly, as well as respect the right of workers to refrain from such activities.
- b. Workers and/or their representatives shall be able to openly communicate and share ideas and concerns with management regarding working conditions and management practices without fear of discrimination, reprisal, intimidation, or harassment.

⑧ Activities of Diverse Human Resources

- a. Companies shall provide equal opportunities for skills development and career development with respect for the personalities and individuality of workers so that all workers can demonstrate their abilities.

(2) HEALTH AND SAFETY

Suppliers must recognize that, in addition to minimizing the incidence of work-related injury and illness, a safe and healthy work environment enhances the quality of products and services, consistency of production, and worker retention and morale. Suppliers should also recognize that ongoing worker input and education are essential to identifying and solving health and safety issues in the workplace.

Note: Global-standard management systems such as ISO 45001 and the ILO Guidelines on Occupational Safety and Health were used as references in preparing the Code and may be useful sources of additional information.

The health and safety standards are:

① Occupational Safety

- a. Worker potential for exposure to health and safety hazards (from chemical, electrical, and other energy sources, fire, vehicles, falling hazards, etc.) are to be identified and assessed, mitigated using the Hierarchy of Controls, which includes eliminating the hazard, substituting processes or materials, controlling through proper design, implementing engineering and administrative controls, preventative maintenance and safe work procedures (including lockout/tagout), and providing ongoing occupational health and safety training.

Note : The Hierarchy of Controls is a step-by-step approach in which the countermeasures against risks are ranked, from most effective to least effective. In general, the most effective is the removal of the source of risk. Then, in declining order, are substitution of process and material, physical control through appropriate design and equipment, education, and wearing of personal protective equipment.

- b. Where hazards cannot be adequately controlled by these means, workers are to be provided with appropriate, well-maintained, personal protective equipment, and educational materials about all relevant risks associated with these hazards.
- c. Reasonable steps must also be taken to remove pregnant women and nursing mothers from hazardous working conditions, remove or reduce any workplace health and safety risks to such workers, including those associated with their specific work assignments, and provide

reasonable accommodations for nursing mothers.

② Emergency Preparedness

- a. Potential emergency situations of all kinds are to be identified and assessed, and their impact minimized by implementing emergency action plans and response procedures including emergency reporting, employee notification and evacuation procedures, worker training, and drills.
- b. Emergency drills must be executed at least annually or more often if required by local law.
- c. Emergency plans should also include appropriate fire detection and suppression equipment, the maintenance of clear and unobstructed egress, adequate exit facilities, contact information for emergency responders, and effective recovery plans.
- d. Such plans and procedures shall focus on minimizing harm to human life, the environment, and property.

③ Occupational Injury and Illness

- a. Companies shall have in place procedures and systems to prevent, manage, track, and report occupational injury and illness, including provisions to encourage worker reporting, classify and record cases of injury and illness, provide necessary medical treatment, investigate cases so as to implement corrective actions to eliminate their causes, and facilitate the return of workers to work.

④ Industrial Hygiene

- a. Worker exposure to chemical, biological, and physical agents is to be identified, evaluated, and controlled according to the Hierarchy of Controls. If any potential hazards are identified, companies shall look for opportunities to eliminate and/or reduce the potential hazards.
- b. If elimination or reduction of the hazards is not feasible, potential hazards are to be controlled through proper design, engineering, and administrative controls.
- c. When hazards cannot be adequately controlled by such means, workers are to be provided with and encouraged to use appropriate, well-maintained, personal protective equipment free of charge.
- d. Protective programs shall be ongoing and include educational materials about the risks associated with these hazards.

⑤ Physically Demanding Work

- a. Companies shall identify, evaluate, and control worker exposure to hazards related to physically demanding tasks, including manual handling of materials, heavy or repetitive lifting, prolonged standing, and highly repetitive or forceful assembly tasks.

⑥ Safeguarding Machinery

- a. Production and other machinery shall be regularly evaluated for safety hazards.
- b. Physical guards, interlocks, and barriers are to be provided and properly maintained where machinery presents an injury hazard to workers.

⑦ Sanitation, Equipment, Food, and Housing

- a. Workers are to be provided with ready access to clean toilet facilities, potable water, and sanitary food preparation, storage, and eating facilities.
- b. Dormitories provided to workers shall be maintained in a clean and safe manner and provided with appropriate emergency exits, bathing and showering facilities, adequate lighting, temperature, and ventilation, secure individual facilities for the storage of personal possessions and valuables, and a reasonable amount of private space that is freely accessible. When a worker uses a dormitory provided by a recruitment agency, said recruitment agency shall comply with all of the above.

⑧ Health and Safety Communication

- a. Suppliers shall provide workers with appropriate workplace health and safety information as well as relevant training (all in the worker's own language or in a language the worker can understand) for all identified workplace hazards that workers are exposed to, including but not limited to mechanical, electrical, chemical, fire, and physical hazards.
- b. Health- and safety-related information shall be clearly posted in the facilities where workers perform their work or placed in a clearly defined location that is easily accessible by all workers.
- c. Appropriate training shall be provided to all workers prior to the beginning of work and regularly thereafter.
- d. Workers shall be encouraged to raise any health and safety concerns without fear of retaliation.

(3) ENVIRONMENT

Suppliers recognize that environmental responsibility is integral to producing world-class products. Suppliers shall identify current and future environmental impacts and minimize their adverse effects on the community, local environment, and natural resources within and around their business operations. All of this must be done with a sense of responsibility for safeguarding the health and safety of the public.

Note: Global-standard management systems such as ISO 14001 and the Eco Management and Audit System (EMAS) were used as references in preparing the Code and may be a useful source of additional information.

The environmental standards are:

① Environmental Permits and Reporting

- a. All required environmental permits (e.g. discharge monitoring), approvals, and registrations are to be obtained, maintained, and kept current and their operational and reporting requirements are to be followed.

② Pollution Prevention and Resource Reduction

- a. Emissions and discharges of pollutants and generation of waste are to be minimized or eliminated at the source or by practices such as adding pollution control equipment; modifying production, maintenance, and facility processes; or by other means.
- b. The use of natural resources, including water, fossil fuels, minerals, and virgin forest products, is to be conserved by practices such as modifying production, maintenance and facility processes, materials substitution, re-use, recycling, or other means.

③ Hazardous Substances

- a. Chemicals, waste, and other materials posing a hazard to humans or the environment are to be identified, labeled, and managed so as to ensure their safe handling, movement, storage, use, recycling or reuse, and disposal.

④ Solid Waste

- a. Suppliers shall implement a systematic approach to identify, manage, reduce, and responsibly dispose of or recycle non-hazardous solid waste.

⑤ Air Emissions

- a. Air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting substances, and combustion byproducts generated from operations are to be identified, routinely monitored, controlled, and treated as required prior to discharge.
- b. Ozone-depleting substances are to be effectively managed in accordance with the Montreal Protocol and applicable regulations.
- c. Suppliers shall conduct routine monitoring of the performance of their air emission control systems.

⑥ Materials Restrictions

- a. Suppliers shall comply with all applicable laws and client requirements with regard to prohibitions or restrictions on specific substances used in products or manufacturing processes, including labeling for recycling and waste.

⑦ Water Management

- a. Suppliers shall implement a water management program that identifies, documents, and monitors water sources, usage, and discharge; seeks opportunities to conserve water; and controls channels of contamination.
- b. All wastewater is to be identified, monitored, controlled, and treated as required prior to discharge or disposal.
- c. Suppliers shall conduct routine monitoring of the performance of their wastewater treatment and containment systems to ensure optimal performance and regulatory compliance.

⑧ Energy Consumption and Greenhouse Gas Emissions

- a. Suppliers are to establish a corporate-wide greenhouse gas reduction goal. Energy consumption and all relevant Scopes 1 and 2 greenhouse gas emissions are to be tracked, documented, and publicly reported, showing progress towards achieving the firm's greenhouse gas reduction goal.
- b. Suppliers are to look for methods to improve energy efficiency and to minimize their energy consumption and greenhouse gas emissions.

⑨ Biodiversity

- a. The future realization of coexistence with nature will be achieved in part through the conservation of ecosystems and natural capital.

(4) ETHICS

To meet social responsibilities and to achieve success in the marketplace, Suppliers and their agents must uphold the highest standards of ethics, including:

① Business Integrity

- a. The highest standards of integrity are to be upheld in all business interactions.
- b. Suppliers shall have a zero-tolerance policy regarding all forms of bribery, corruption, extortion, and embezzlement.

② No Improper Advantage

- a. Bribes or other means of obtaining undue or improper advantage are not to be promised, offered, authorized, given, or accepted. This prohibition covers promising, offering, authorizing, giving or accepting anything of value, either directly or indirectly through a third party, in order to obtain or retain business, direct business to any person, or otherwise gain an improper advantage.
- b. Monitoring, record keeping, and enforcement procedures shall be implemented to ensure compliance with anti-corruption laws.

③ Disclosure of Information

- a. All business dealings should be transparently performed and accurately reflected on the Supplier's account books and records.
- b. Information regarding Supplier's labor, health and safety, and environmental practices; business activities; structure; financial situation; and performance is to be disclosed in accordance with applicable regulations and prevailing industry practices.
- c. Falsification of records or misrepresentation of conditions or practices in the supply chain will not be tolerated.

④ Intellectual Property

- a. Supplier will respect intellectual property rights, and handle transfers of technology and know-how in a manner that protects intellectual property rights and protects customer and supplier information.

⑤ Fair Business, Advertising and Competition

- a. Standards of fair business, advertising, and competition must be upheld.

⑥ Whistleblower Protection and Non-retaliation

- a. Unless prohibited by law, Supplier will maintain programs that ensure the confidentiality, anonymity, and protection of both Supplier and employee whistleblowers¹.
- b. Suppliers should maintain a safe communication process that allows their personnel to raise concerns without fear of retaliation.

¹ Whistleblower: Any person who makes a disclosure about improper conduct by an employee or officer of a company, or by a public official or official body.

⑦ Responsible Sourcing of Minerals

- a. Suppliers shall adopt a policy and exercise due diligence on the source and chain of custody of the tantalum, tin, tungsten, and gold in the products they manufacture to reasonably assure that they are sourced in a way consistent with the Organisation for Economic Co-operation and Development (OECD) Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas or an equivalent and recognized due diligence framework.

⑧ Privacy

- a. Suppliers are to commit to protecting the reasonable privacy expectations of personal information of everyone they do business with, including suppliers, customers, consumers, and employees.

- b. Suppliers are to comply with privacy and information security laws and regulatory requirements when personal information is collected, stored, processed, transmitted, or shared.
- ⑨ Respect for Local Cultures and Customs at Domestic and Overseas Bases and Contributing to the Community
- a. We expect all Supplier companies to respect the cultures and customs of local communities at their bases in Japan and overseas and to develop social contribution activities to revitalize their local communities.

(5) QUALITY AND SAFETY

Suppliers must ensure the safety and quality of the products and services that they provide and also provide accurate information that discloses this.

① Ensuring Product Safety

- a. Suppliers must fulfill their responsibilities by designing, manufacturing, and selling products that meet the safety standards set by laws and regulations in each country and by ensuring sufficient product safety.

② Quality Control

- a. Suppliers must comply not only with all applicable laws and regulations regarding the quality of products and services, but also with their own quality standards and clients' requirements.

③ Provision of Accurate Information on Products and Services

- a. Suppliers must provide accurate and non-misleading information regarding their products and services.

(6) INFORMATION SECURITY

Suppliers must prevent the leakage of confidential and personal information and regularly strengthen information security.

① Defense against Cyberattacks

- a. Suppliers must take measures to protect themselves and others from threats such as cyberattacks.

② Prevention of Leakage of Confidential Information

- a. Suppliers must appropriately manage and protect their own confidential information as well as confidential information received from customers and third parties.

(7) MANAGEMENT SYSTEMS

Suppliers shall adopt or establish a management system with a scope that is consistent with the content and spirit of this Code. The management system shall be designed to ensure:

- (a) compliance with applicable laws, regulations, and client requirements related to the Supplier's operations and products;
- (b) conformance with this Code; and
- (c) identification and mitigation of operational risks related to this Code.

It should also facilitate continual improvement in all aspects pertaining to this Code.

The management system should contain the following elements:

① Company Commitment

- a. Corporate social and environmental responsibility policy statements affirming Supplier's commitment to compliance and continual improvement, endorsed by executive management, and prominently posted on the Supplier's premises in the local language.

② Management Accountability and Responsibility

- a. The Supplier clearly identifies senior executive and company representative(s) responsible for ensuring implementation of the management systems and associated programs.
- b. Senior management reviews the status of the management systems on a regular basis.

③ Legal and Client Requirements

- a. A process to identify, monitor, and understand applicable laws, regulations, and other requirements, including the requirements of this Code.

④ Risk Assessment and Risk Management

- a. A process to identify the legal, compliance, environmental, health and safety,² and labor practice and ethics risks associated with Supplier's operations.
- b. Determination of the relative significance for each risk and implementation of appropriate procedural and physical controls to control the identified risks and ensure regulatory compliance.

² Areas to be included in a risk assessment for environmental health and safety are production areas, warehouse and storage facilities, plant/other facilities support equipment, laboratories and test areas, sanitation facilities (bathrooms), kitchen/cafeteria, and worker housing/dormitories.

⑤ Improvement Objectives

- a. Written performance objectives, targets, and implementation plans to improve the

Supplier's social, environmental, and health and safety performance, including a periodic assessment of Supplier's performance in achieving those objectives.

⑥ Training

- a. Programs for training managers and workers to implement Supplier's policies, procedures, and improvement objectives and to meet applicable legal and regulatory requirements.

⑦ Communication

- a. A process for communicating clear and accurate information about Supplier's policies, practices, expectations, and performance to workers, suppliers, and customers.

⑧ Worker Feedback and Participation in Grievance Process

- a. Ongoing processes, including an effective grievance mechanism, to assess workers' awareness of and obtain feedback about violations of practices and conditions covered by this Code, and to foster continuous improvement.
- b. Workers must be given a safe environment to provide grievances and feedback without fear of reprisal or retaliation.

⑨ Audits and Assessments

- a. Periodic self-evaluations to ensure conformity to legal and regulatory requirements, the content of the Code, and customer contractual requirements related to social and environmental responsibility.

⑩ Corrective Action Process

- a. A process for timely correction of deficiencies identified by internal or external assessments, inspections, investigations, and reviews.

⑪ Documentation and Records

- a. Creation and maintenance of documents and records to ensure regulatory compliance and conformity to company requirements along with appropriate confidentiality to protect privacy.

⑫ Supplier Responsibility

- a. A process to communicate Code requirements to suppliers and to monitor supplier compliance.

⑬ Appropriate Import and Export Controls

- a. It is necessary for suppliers to establish a clear control system for the import and export of technologies and goods regulated by laws and regulations, and to conduct appropriate

import and export procedures.

<Reference Materials for these Procurement Guidelines >

- Responsible Business Alliance (RBA) Code of Conduct (ver. 7.0)
- “Responsible Business Conduct Guidelines” (ver. 1.0), Japan Electronics and Information Technology Industries Association (JEITA)
- ILO Declaration on Fundamental Principles and Rights at Work
https://www.ilo.org/wcmsp5/groups/public/---ed_norm/---declaration/documents/normativeinstrument/wcms_716594.pdf
- ILO Occupational Health and Safety Management System Guidelines
https://www.ilo.org/safework/info/standards-and-instruments/WCMS_107727/lang--en/index.htm
- Guiding Principles on Business and Human Rights
https://www.ohchr.org/sites/default/files/documents/publications/guidingprinciplesbusinesshr_en.pdf
- ILO Discrimination (Employment and Occupation) Convention
https://www.ilo.org/dyn/normlex/en/f?p=NORMLEXPUB:12100:0::NO::P12100_ILO_CODE:C111
- ISO 45001 (Occupational Health and Safety Management Systems)
<https://www.iso.org/iso-45001-occupational-health-and-safety.html>
- ISO 27001 (Information Security Management System)
<https://www.iso.org/isoiec-27001-information-security.html>
- OHSAS 18001 (Occupational Health and Safety Management System)
<http://www.bsigroup.com/en-GB/ohsas-18001-occupational-health-and-safety/>

<Reference Materials for Responsible Business Alliance (RBA) Code of Conduct (ver. 7.0) >

- Dodd-Frank Wall Street Reform and Consumer Protection Act
<https://www.sec.gov/spotlight/dodd-frank.shtml>
- Eco Management & Audit System
http://ec.europa.eu/environment/emas/index_en.htm
- Ethical Trading Initiative
www.ethicaltrade.org/
- ILO Code of Practice in Safety and Health
www.ilo.org/public/english/protection/safework/cops/english/download/e000013.pdf
- ILO International Labor Standards
www.ilo.org/public/english/standards/norm/whatare/fundam/index.htm
- ISO 14001 (environmental management system)
<https://www.iso.org/iso-14001-environmental-management.html>
- National Fire Protection Association
www.nfpa.org
- OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-

Affected and High-Risk Areas

<https://www.oecd.org/corporate/mne/mining.htm>

- OECD Guidelines for Multinational Enterprises
<https://www.oecd.org/corporate/mne/>
- Universal Declaration of Human Rights
<https://www.un.org/en/universal-declaration-human-rights/>
- United Nations Convention Against Corruption
<https://www.unodc.org/unodc/en/treaties/CAC/>
- United Nations Convention on the Rights of the Child
<https://www.ohchr.org/en/professionalinterest/pages/crc.aspx>
- United Nations Convention on the Elimination of All Forms of Discrimination Against Women
<https://www.ohchr.org/EN/ProfessionalInterest/Pages/CEDAW.aspx>
- United Nations Global Compact
www.unglobalcompact.org
- United States Federal Acquisition Regulation
www.acquisition.gov/far/
- SA 8000
<https://sa-intl.org/programs/sa8000/>
- Social Accountability International (SAI)
www.sa-intl.org