

Governance

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Corporate Governance

Our Approach

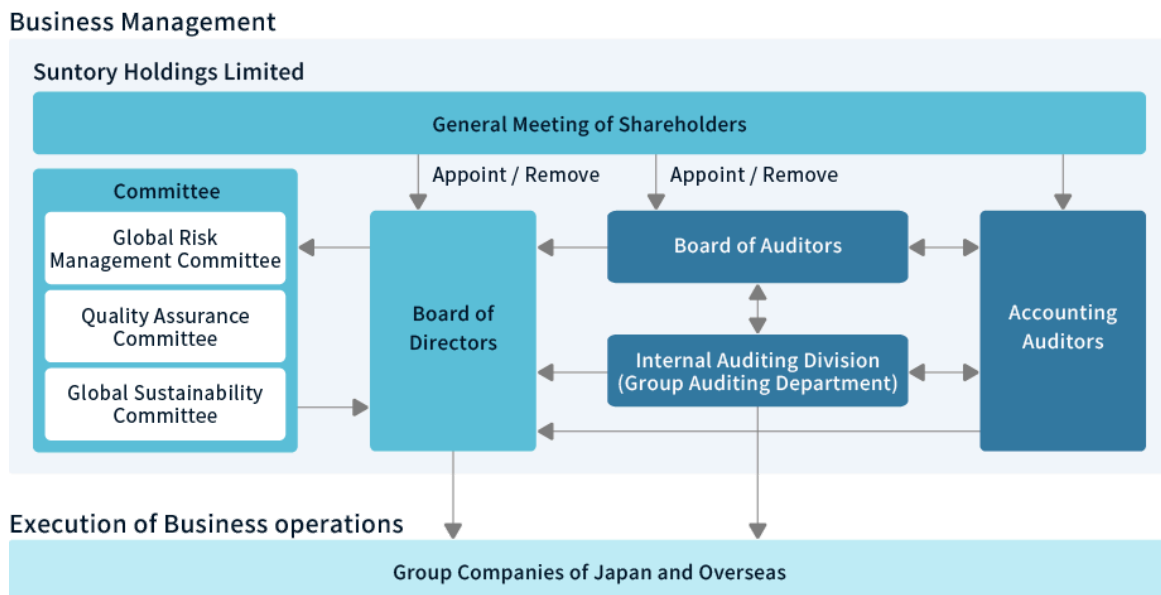
Suntory Group aims "To inspire the brilliance of life, by creating rich experiences for people in harmony with nature," and we are promoting the enhancement of corporate governance in order to improve management efficiency, maintain strong relationships with stakeholders such as local communities, customers, business partners, and fulfill our social responsibilities as a company.

- For Suntory Holdings' shareholders composition, etc., please refer to the Securities Report Section 4: Status of Submitting Company, Part 1: Status of Shares, etc. (in Japanese) 

Promotion Structure

Suntory Holdings Limited adopts a two-tier corporate structure that provides dual oversight, with the Board of Directors overseeing business execution and the Board of Auditors carrying out auditing. Additionally, adopting an Executive Officer system allows for the separation of management decision-making functions from business execution, enabling agile management decisions.

Corporate governance structure



Boards Responsible for Group Management

Suntory Group has adopted a holding company structure. The Board of Directors for Suntory Holdings, which is the holding company, is made up of nine Directors, including one Outside Director (as of April 2025). The Board of Directors is responsible for examining, discussing, and making decisions on the overall management issues of the Group, as well as overseeing the business execution of each company within the Group.

Board of Directors

The Board of Directors holds regular monthly meetings and extraordinary meetings as necessary to discuss and make decisions on all important management matters, including Suntory Group's management policies, business plans, organization, and fund procurement. It also receives reports on the status of operations at each Group company and oversees those companies. The term of office for Directors is set at one year in order to respond to changes in the business environment and to quickly build an optimal management structure.

The Board of Directors held 21 meetings in the previous fiscal year. The attendance of each Director is provided below. In addition to the stated numbers, two written resolutions were deemed as approved by the Board of Directors.

Title	Name	Attendance
Representative Director, Chairman of the Board	Nobutada Saji	15/21
Representative Director, Vice Chairman of the Board	Shingo Torii	21/21
Representative Director, President & Chief Executive Officer	Takeshi Niinami	21/21
Representative Director, Executive Vice President, Chief Operating Officer	Nobuhiro Torii	20/21
Representative Director, Executive Vice President, Chief Operating Officer	Shinichiro Hizuka	21/21
Director, Executive Vice President	Kenji Yamada	21/21
Director, Senior Managing Executive Officer	Josuke Kimura	20/21
Director, Senior Managing Executive Officer	Kaneo Oka	21/21
Director, Senior Managing Executive Officer	Yukihiro Kamakura	21/21
Director (External)	Takashi Mikuriya	18/21
Director	Kazutomo Aritake	21/21

The Board of Directors specifically considers various management issues that include management policy, financial strategy, M&A, capital investment, corporate governance, and sustainability. They also look at key issues and the status of business operations for the Group's core businesses.

The Management Auditing System

Suntory Holdings' Board of Auditors is made up of 4 Auditors, including 2 Independent Auditors (as of April 2025). It audits the execution status of business operations as well as the status of the internal control system. Audit & Supervisory Department was established to aid the audits performed by the Board of Auditors. In addition, Suntory Group has established the Group Auditing Department which acts as an internal auditing division that audits and inspects the execution status of business operations of all Group companies. The external auditors also audit accounts, verifying the appropriateness and legality of accounts and the internal accounting systems from an objective perspective.

Other Committees

Suntory Holdings also has a Global Risk Management Committee, Quality Assurance Committee, and Global Sustainability Committee. The Global Risk Management Committee is responsible for promoting risk management activities throughout Suntory Group, identifying risks, formulating countermeasures and checking the progress of those countermeasures. The Quality Assurance Committee is responsible for promoting quality assurance activities throughout Suntory Group, identifying quality assurance issues, formulating countermeasures, and checking the progress of those countermeasures. The Global Sustainability Committee is responsible for promoting sustainability management

throughout Suntory Group, and discusses and supervises the policies and plans of the Group's sustainability strategy. Furthermore, we have established the Governance, Risk, and Compliance Division to strengthen and promote governance and risk management activities throughout Suntory Group.

Strengthening Internal Control Systems

We are aiming to build a more effective governance structure by strengthening efforts such as compliance, information management, and risk management based on the Basic Concepts and Operations for the Internal Control System enacted by Suntory Holdings' Board of Directors.

➤ [For more information, see Basic Concepts and Operations for the Internal Control System](#)

Suntory Beverage & Food Ltd.'s Corporate Governance

Suntory Beverage & Food Ltd., which is listed on the Prime Market of the Tokyo Stock Exchange, is a company with an Audit and Supervisory Committee. This structure was established for the purpose of improving the effectiveness of auditing and supervision through audits by directors who are committee members approved by the Board of Directors in addition to introducing audits that utilize an internal auditing division to facilitate more highly-transparent governance. Three of the eight Directors on the Board of Directors (including Audit and Supervisory Committee Members) are Outside Directors (as of December 2024).

Furthermore, Suntory Beverage & Food has also stipulated the ability to appoint directors for some or all decisions necessary for executing operations with approval at the Board of Directors Meeting. This measure realizes management strategy and achieves management indicators set as goals by conducting more comprehensive and practical deliberation such as debate about management strategy, mid- and long-term plans, and management challenges. It is also for the purpose of allowing for faster decision-making while enhancing supervision functions at the Board of Directors Meeting through decision-making based on the management committee and internal rules for executing each operation. We also disclose compliance status of the corporate governance code on our website.

➤ [For more information, see Suntory Beverage & Food Ltd.'s Corporate Governance](#)

Basic Concepts and Operations for the Internal Control System

Suntory Holdings Limited (the "Company") hereby establishes the Basic Policy on an Internal Control System outlined below to provide ongoing growth and maximize the corporate value of the entire Suntory Group while maintaining a good relationship with all stakeholders.

I . System for Ensuring That the Execution of Duties by Directors, Executive Officers and Employees of the Company, as well as by Directors, Executive Officers, Others with Equivalent Duties and Employees of the Company's Subsidiaries Conform with Laws and Regulations and the Articles of Incorporation

1. In line with our corporate purpose, which is to "inspire the brilliance of life, by creating rich experiences for people, in harmony with nature," and in accordance with the Suntory Group's Code of Business Ethics, each and every one of the Company's Directors, Executive Officers, and employees shall follow a code of conduct that emphasizes complying with the requirements of the law and respecting social ethics when carrying out business activities by making decisions for the organization.
2. The Directors and Executive Officers shall take the initiative in complying with laws and regulations, the Articles of Incorporation, and business ethics, and actively make efforts to maintain and improve compliance management.
3. The Board of Directors shall establish a Global Risk Management Committee and individual risk management committees (the Global Risk Management Committee and each risk management committee at each Group company shall hereinafter be referred to as the "Risk Management Committee"), and the Risk Management Committee shall promote a compliance system and deliberate on priority issues. In addition, each Group company shall put in place a department in charge of compliance to conduct periodic education and training activities as well as establish and promote compliance systems throughout the Suntory Group with the Risk Management Committee at the core to ensure the comprehensiveness of activities.
4. The Directors, Executive Officers, and Audit & Supervisory Board Members (hereinafter referred to as "Auditors") of the Suntory Group shall report any compliance issues that are discovered immediately to the Risk Management Committee. In addition, the Company shall put in place compliance hotlines inside and outside of the Company to allow employees of the Suntory Group to report on compliance related issues to the department in charge of compliance, which will report to the Risk Management Committee as necessary. The Risk Management Committee and the department in charge of compliance shall investigate the contents of any report they receive, discuss the issue with relevant departments as necessary, take corrective action, establish measures to prevent any recurrence, and implement these measures. The Risk Management Committee and the department in charge of compliance shall report to the Board of Directors and the Audit & Supervisory Board as necessary regarding the content of their deliberations and their activities.
5. Directors and Executive Officers shall be dispatched to subsidiaries as necessary to appropriately execute business, make decisions and perform supervision. In addition, the relevant departments of the Company shall provide advice, guidance and support to the subsidiaries.
6. Auditors or equivalent persons (hereinafter referred to as "Auditors, etc.") shall be deployed to subsidiaries as necessary to perform audits. In addition, the Auditing Department shall carry out internal audits of subsidiaries.
7. The Auditing Department shall carry out internal audits pertaining to the status of compliance and the appropriateness for operations of employees of the Suntory Group, and report the results of the audit to the Representative Director and President.
8. Internal control systems shall be established and maintained to ensure the appropriateness of financial reporting.
9. Directors and Executive Officers of the Suntory Group shall establish and promote a system to prevent any relations with antisocial forces and clearly reject any improper demands that are made.

II . System for the Preservation and Management of Information Concerning the Execution of Duties of Company Directors

1. Officers in charge of general affairs shall store and manage vital internal documents as well as revise and improve document management rules and other regulations as necessary.
2. Directors and Executive Officers shall store and manage minutes of the shareholders meetings, minutes of Board of Directors meetings and documents pertinent to important decision-making (including electronic or magnetic records, the same applies

hereinafter) as well as other important information related to the execution of duties by Directors and Executive Officers in accordance with laws and regulations as well as internal rules.

3. The documents and other materials mentioned above shall be kept in a condition such that allows for Directors, Executive Officers, and Auditors to view them as necessary.
4. The Risk Management Committee shall establish and promote an informational security system that does not only protect and preserve information, including personal information, but also increases corporate value by use of information.

III. Regulations and Other Systems for Managing Risk of Losses of the Company and Its Subsidiaries

1. The strategic decision-making related to the management of the Suntory Group shall be performed by the Board of Directors. With regard to major risks relating to group management, the Board of Directors shall select Directors or Executive Officers to be responsible for addressing these risks, who will then make decisions regarding the response to each risk.
2. The Board of Directors shall put in place the Suntory Group's risk management system and supervise the operation of this system. Besides the Risk Management Committee, the Board shall also establish other committees, including the Quality Assurance Committee and Global Sustainability Committee, and shall receive reports from these committees and issue instructions to them.
3. The Risk Management Committee, Quality Assurance Committee and Global Sustainability Committee, etc., will undertake comprehensive, overall management of operational risks, quality risks, and sustainability issues for the Suntory Group as a whole. In addition, with regard to major risks, where necessary, they will formulate rules and guidelines for the management of the risk in question and implement related training activities, etc.
4. The Global Risk Management Committee will take on the role of promoting risk management activities for the Suntory Group as a whole, and will identify risks affecting the Suntory Group, draw up strategies to respond to these risks, and monitor the progress made in responding to risks.
5. The Quality Assurance Committee will take on the role of promoting quality assurance activities throughout the Suntory Group, and will identify quality assurance issues affecting the group, draw up strategies to respond to these issues, and monitor the progress made in responding to issues.
6. The Global Sustainability Committee will take on the role of promoting sustainability-focused management throughout the Suntory Group, and will identify sustainability-related issues, draw up strategies to respond to these issues, and monitor the progress made in responding to issues.
7. Each Executive Director and Executive Officer shall hold responsibility for addressing risks inherent in business execution. Moreover, material risks shall be analyzed and evaluated, and improvement plans shall be discussed and determined by the Board of Directors.

IV. System for Ensuring that Directors of the Company and Directors and Executive Officers of the Company's Subsidiaries as well as Others with Equivalent Duties Execute Their Duties Efficiently

1. The Board of Directors shall determine the basic management policy and Company-wide goals of the Suntory Group, and the Directors and Executive Officers in charge shall specify efficient methods for achieving such goals, such as specific targets and appropriate allocation of authority aimed at achieving the Company-wide goals.
2. Directors and Executive Officers in charge shall confirm progress made in achieving goals and report the specific measures to achieve the goals to the Board of Directors and the Management Committee.
3. Each Director and Executive Officer shall be in charge of appropriately executing business operations and shall strive to make decisions efficiently under the Responsibility and Authority Rules.

V. System for Reporting to the Company Matters Related to the Execution of Duties by Directors and Executive Officers of the Company's Subsidiaries

1. The status of the business execution of Directors and Executive Officers at subsidiaries shall be regularly reported to the Board of Directors and the Management Committee.
2. Directors and Executive Officers in charge of subsidiaries shall request reports on the status of business execution from the Directors and Executive Officers of the subsidiaries as necessary.
3. Directors and Executive Officers in charge of subsidiaries shall, in the event of a risk emerging that could potentially affect that subsidiary or the Suntory Group, speedily report the risk to the department responsible for responding to such risks, and shall, if necessary, report it to the Global Risk Management Committee.
4. Certain matters concerning management of subsidiaries must be consulted with and reported to the relevant departments, or otherwise must receive approval from the Board of Directors of the Company under the Responsibility and Authority Rules.
5. The Auditing Department shall report the internal audits results of subsidiaries to the Representative Director and President as necessary.

VI. Other Systems for Ensuring the Appropriateness of Business of the Group Consisting of the Company, Its Parent Company and Its Subsidiaries

Dealings between Group companies, including the parent company and public subsidiaries, shall ensure appropriateness in matters such as conducting business and deciding on business matters to provide objective and rational content.

VII. Matters Regarding Auditors of the Company and Employees Who Are Requested to Assist in their Duties, Matters Regarding the Independence of Such Employees from Directors and Executive Officers, and Matters Related to Ensuring the Effectiveness of Instructions Given to Such Employees

The Company shall place employees to assist the duties of Auditors after deliberation if necessary for the Auditors .

In addition, the Company shall respect and execute directions of the Audit & Supervisory Board such as the transfer and evaluation of such employees, and ensure the independence of such employees from Directors and Executive Officers.

Moreover, such employees shall follow the instructions and directives from the Auditors when assisting in the duties of Auditors.

VIII. Systems for Directors, Executive Directors and Employees of the Company and Directors, Executive Directors, Auditors, Others with Equivalent Duties and Employees of the Company's Subsidiaries or Other Persons Who Receive Reports from Such Persons to the Company's Auditors and Other Systems Related to Reporting to the Auditors

1. Auditors shall attend Board of Directors meetings, and the Representative Director and President as well as the Directors and Executive Officers in charge shall provide reports of business execution that they are in charge as necessary.
2. Directors, Executive Officers and Employees of the Suntory Group shall promptly and clearly respond to inquiries about operations and assets when requested by Auditors to report on businesses.
3. The Auditing Department of the Suntory Group shall regularly hold liaison conferences between Auditors and the Audit & Supervisory Board of the Company to report the current status of matters such as internal audits.
4. The departments in charge of internal reporting systems shall report the status of internal reports to Auditors and the Audit & Supervisory Board of the Company as necessary.
5. In the case of internal reports that relate to Suntory Group Directors, Auditors, Executive Officers or Advisors, the contact window that received the internal report in question shall report the matter to the Auditors of the company where the reported behavior occurred, and shall liaise with them regarding the strategy to be adopted in response.

IX. System for Ensuring the Person Who Has Reported to the Company's Auditors Are Not Treated Adversely Based on the Fact Such a Report has Been Made by the Person

The Directors, Executive Officers and employees of the Suntory Group shall prohibit any adverse treatment based on a report to the Auditors through a department in charge of compliance or another reporting system.

X. Systems for Ensuring Advance Payment or Reimbursement of Expenses Arising in Conjunction with the Execution of Duties by Auditors of the Company and Other Policies for Processing Expenses and Obligations Arising with Respect to Execution of Such Duties, and Other Systems for Ensuring That the Auditors Effectively Performs Audits

1. If Auditors, in conjunction with the execution of its duties, asks the Company for advance payment, etc. of expenses under Article 388 of the Companies Act, the Company shall promptly process such expenses or obligations, unless they are not necessary for the Auditors to execute their duties.
2. Auditors shall strive to communicate and exchange information with the Auditors, etc. of Company subsidiaries or the Auditing Department.
3. Auditors shall put in place opportunities to exchange opinions with the Representative Director and President as well as accounting auditors.

Overview of the Operational Status of Internal Control Systems

Given the Company aim of being a “global food and alcoholic beverage company,” we are well-aware of the importance to that end of maintaining and operating internal control system encompassing Group-wide risk management and compliance, in order to further ensure ongoing growth and maximize the corporate value of the entire Suntory Group. The following is a summary regarding the operational status of the Company's internal control system.

1) Operational status of the risk management system

- The Global Risk Management Committee and the various risk management committees within the Suntory Group have been holding meetings on a regular basis, and have accordingly been identifying risks facing the Suntory Group, formulating measures for addressing such risks, and checking on progress made with respect to taking action in that regard.
- Details regarding activities carried out by the Global Risk Management Committee have been reported to the Board of Directors.
- With respect to quality risks, the Quality Control Committee has been holding meetings on a regular basis, and has accordingly been identifying issues involving matters of quality control pertaining to the Suntory Group, formulating measures for addressing such concerns, and checking on progress made with respect to taking action in that regard.
- To ensure information security, we have been implementing information management education and awareness activities, and have otherwise been taking steps geared toward discouraging unsuitable means of information management and preventing leakages of confidential information.

2) Status of initiatives related to compliance

- We have established the Suntory Group's internal and external compliance hotlines, including our Group companies overseas, and make the hotlines' availability known to our employees by means that include providing details via our intranet and on posters. When it comes to reports and consultations regarding incidents, the relevant departments have been taking responsibility to investigate the facts at hand, and then accordingly taking corrective measures and implementing measures to prevent recurrence, as necessary. Moreover, our "Rules on the Suntory Group's Whistleblowing System" prohibit adverse treatment of whistleblowers for having reported incidents or for otherwise having sought consultation in that regard, and we are implementing these rules. Suntory Holdings has been awarded certification to recognize its whistleblowing system (system for self-declaration of conformance), which was introduced by the Consumer Affairs Agency.
- Our Compliance Department has been playing a central role in efforts geared toward further heightening awareness of compliance practices, through initiatives that include carrying out surveys of employees and others to gauge their awareness of matters such as compliance issues and the corporate culture, and then providing feedback on survey results. In addition, our Compliance Department strives to further raise compliance awareness by conducting educational activities on compliance, including harassment and anti-bribery.

3) Status of Initiatives to Improve the Efficiency of Business Execution

- The Board of Directors has been holding meetings on a regular basis where they engaged in tasks that included formulating the Mid-Term Plan, drafting budgets, and making managerial decisions involving mergers and acquisitions, capital investment and other such matters.
- At their meetings, the Board of Directors was provided with reports on the Suntory Group's business performance, and accordingly verified and discussed matters such as progress made in achieving the Suntory Group's business objectives, its management challenges, along with measures in that regard.

4) Status of audits by the Audit & Supervisory Board Members

- Audit & Supervisory Board Members have been attending important meetings of the Board of Directors, Risk Management Committee and other such bodies, through which they have been able to obtain reports on business execution provided by Directors, Executive Officers and others.
- Audit & Supervisory Board Members share information and collaborate with the internal audit divisions, and the Audit & Supervisory Board members and internal audit divisions carry out joint audits as necessary.
- Audit & Supervisory Board Members have been communicating and exchanging information with Audit & Supervisory Board Members of subsidiaries of the Company, or internal audit divisions of the Company.
- Audit & Supervisory Board Members has been providing opportunities for the exchange of opinions with the Representative Director and President, Outside Directors and the Accounting Auditor.

5) Operational status of internal audits

The internal audit divisions have been conducting internal audits of the Company's respective divisions as well as its subsidiaries in Japan and overseas on the basis of audit plans. In so doing, the internal audit divisions have been providing directives or otherwise making recommendations geared toward enabling those entities to make improvements when necessary, and have also been reporting results of the internal audits, as needed, to the Representative Director and President.

Risk Management

Suntory Group strives to understand and analyze the risks to the Group as a whole and take measures to resolve the issues so that we may continue our business operations and contribute to society.

Promoting Structure

In order to strengthen risk management across the entire Group, including our overseas Group companies, Suntory Group has established the Global Risk Management Committee (GRMC), chaired by the Chief Risk Officer at Suntory Holdings Limited and with a membership comprising the directors of each of the Group companies' divisions and of key operating companies. In addition, we have established Risk Management Committees and Risk Management Teams at each of our operating companies.

The GRMC collaborates with the committees and teams at each of our business units to assess risks, implement countermeasures, and establish crisis management frameworks within the Group. It regularly reports its findings and activities to the Board of Directors, which in turn monitors these activities and evaluates their effectiveness to ensure accountability to all stakeholders, including our customers. To further enhance risk management, Suntory Group conducts internal audits on risks and countermeasures regularly.

➤ [For more information, see Corporate Governance](#)

Enterprise Risk Management (ERM)

The risk surrounding companies is becoming more diverse and complex due to the globalization and informatization of the economy and growing public awareness of corporate social responsibility. Under the GRMC, Suntory Group conducts annual risk assessments for the entire Group. This assessment includes not only business risks but also environmental challenges, such as climate change, and social issues, such as human rights. The identified risks are assessed based on two axes: "risk exposure" (probability of occurrence x magnitude of impact) and "preparedness level" (degree of readiness) to identify significant risks to the Group as a whole. The GRMC designates personnel who will be responsible for risks identified as significant, then formulates, implements, and monitors countermeasures.

Our Initiatives

Establishing Infrastructure for Crises Response

The risks companies face are becoming ever more complex, diverse and significant, and the enhancement of risk management is a necessity in management. Therefore, it becomes especially important to establish Business Continuity Plan (BCP) based on the estimation of potential damage in case of crisis. Suntory Group has developed a risk and crisis initial response manual for all Group companies. We aim to minimize impact and damage in case of disaster through timely information sharing and decision-making in event of a major crisis occurs to maintain the trust from society.

Business Continuity Plan (BCP) Formulation and Implementation

In recent years, the world has faced a spate of risks posing a threat to continued socioeconomic activity, including both natural disasters (such as major earthquakes, flooding and landslides caused by typhoons and torrential rainfall, heavy snow, and volcanic eruptions) and the spread of infectious diseases. Suntory Group has formulated a Business Continuity Plan (BCP) that will enable us to continue doing business as much as possible without interruption in the event of a disaster, to securely provide high quality products and services to customers, thus fulfilling our responsibilities to provide supplies. The plan we have formulated goes beyond manufacturing at Suntory Group plants to include raw ingredient procurement and distribution as well as sales activities. We have taken steps to be able to decentralize our head office functions and infrastructure in an emergency and continue to strengthen our response structure to cope with contingencies.

Large-scale Natural Disaster Measures

Disaster Response Systems

In the event of a large-scale disaster, we will provide a quick initial response by setting up a Disaster Response Headquarters, mainly consist of the General Affairs Department of Suntory Holdings Limited and Suntory Beverage & Food Limited, to oversee the entire Suntory Group, and placing emergency response teams for each department under its control. The Disaster Response Headquarters' first response will begin with confirming the safety of employees and their families and collecting and organizing information on damage inflicted by the disaster. The task force will also oversee the restoration of office functions, restoration of information systems, and the arrangement of relief supplies, which will be carried out according to the response policies of each department involved. The Disaster Response Headquarters will also restore production operations and support customers and local communities. These systems and procedures are posted on the intranet so that employees can review them at any time. We have regularly reviewed our disaster response manuals, enhanced communication means and disaster supplies, and strengthened our disaster preparedness system, including that of our group companies. The Disaster Response Headquarters also has a remote response system in place to ensure a prompt and appropriate initial response in the event of an emergency.

Establishment of Safety Confirmation System and Emergency Drills

In preparation for natural disasters such as major earthquakes in Japan, we have in place a system that utilizes mobile phones, PCs, etc., to confirm the whereabouts and safety of employees.

We conduct safety confirmation drills twice a year and work to raise awareness to ensure that the system operates smoothly.

We conduct regular disaster prevention drills based on the scenario of a major earthquake and drills focusing on how to get home from work on foot. We also regularly disseminate information on disaster prevention and mitigation and conduct an annual e-learning program. In addition, we have implemented a safety confirmation system for expatriates and their accompanying families, enabling swift verification of their safety in the event of an emergency overseas.



Disaster Countermeasures Headquarters Training

Measures Against Infectious Diseases

Since the influenza pandemic in 2009, we have been taking measures to avoid the disruption of business operations by creating a manual on response process during a pandemic based on our Influenza Prevention Manual, disseminating information among employees, clarifying reporting system during pandemic, and strengthening measures to prevent the spread of infection. In addition, we created a course of action related to highly pathogenic diseases to handle all diseases. Furthermore, we have established a BCP that enables operations to continue even during a pandemic, highly-virulent influenza or other diseases.

Tightening Information Security

We are tightening information security systems in the entire Group to respond to information security risks, which are one of the most serious risks in operations. Global security policies were also formulated in an effort to enhance informational security at a global level.

Strengthening Information Security Systems

Suntory Group has established governance through preservation and systems for informational assets by defining the Suntory Group's Basic Principles for Governance of Information Security based on the growing needs of society that demand even stricter management of corporate information security.

In response to the risk of information leaks on social media (including social networking services [SNS] such as Instagram, Facebook, X, and Line), we have formulated the Suntory Group's Social Media Policy, which stipulates rules for using social media. We are reinforcing the awareness of each and every employee in the handling of information while advancing the information management of the entire Group based on these policies.

Suntory Group Information Security Basic Policy

Our information assets are a source of the Suntory Group's competitiveness. During our strategic usage and application of such assets, we must be worthy of our customers' trust in us and fulfil our corporate social responsibility. Thus, we have identified the appropriate safeguarding of information assets as being an important management challenge, and have instituted the following basic policy, which promotes information security governance.

- By maintaining a chain of responsibility for information security and by formulating and enforcing rules on the handling of information, we will strive for appropriate management as one group.
- By specifying how the information assets that we possess should be handled in accordance with their importance and any risks, we will strive for their secure and proper use and their appropriate safeguarding.
- We will conduct the ongoing education and training of our directors, all employees, and other personnel, and we will commit to awareness-raising regarding this issue and ensure full compliance with rules related to information security.
- We will strive to prevent information security incidents, and in the unlikely event that such an incident occurs, we will swiftly take action to recover and implement corrective measures.
- While complying with laws and regulations in every country we operate in related to information assets, we will continuously improve and enhance the abovementioned information security policies.

➤ [Suntory Group's Social Media Policy \(Japanese\)](#) 

Enhancing Human Resource and Legal Management

We have established rules and regulations for the correct use of information systems and the management of confidential information, and we are raising awareness of that information via our intranet. Moreover, we are raising Group awareness to the fullest at each Group company in Japan through the following measure:

- Improve information management systems that are based on vulnerability analysis
- Introduce e-learning and study sessions to increase awareness of the importance of information security and the handling of information
- Establish rules related to using social media and introduce study sessions for employees
- Conduct training related to targeted email attacks that are growing year after year
- Work with members under the guidance of risk management control supervisors and leaders at each company to improve IT literacy

In 2016, Suntory put in place the Computer Security Incident Response Time (CSIRT) as a specialized organization to response to computer security incidents in an effort to prevent informational security incidents and strengthen its response in times of disasters as a Group.

Enhancing Physical and Technological Management

In preparation for the risks of information leaks, unauthorized access, and intrusions, we are working to prevent the occurrence and minimize the impact if an incident does occur through technological countermeasures at our offices and in our information systems, threat monitoring, and employee education and training.

Initiatives for Minimizing Social Media Risks

Individuals can now easily distribute information with the rise in popularity of social media. However, we see the instances when negative information spreads widely through social media and damages corporate value. The Suntory Group is conducting activities to make employees more sensitive to social media risks (awareness raising through e-learning, group seminars and promoting use of various education tool, etc.) by formulating various standards and guidelines for use of social media, discovering risks as early as possible, and launching response systems to lessen the social media risks.



Social media risk seminar framework

Response to the My Number System

We have put in place measures to properly manage personal information safely at each Group company as deemed necessary for identifiable personal information (My Number System) introduced in Japan in 2016. We have confirmed that our subcontractors have put these measures in place as well.

Protecting Customers' Personal Information

Each company in Suntory Group stores personal information of many customers such as of those that applied for sales promotion campaigns and customers using mail-order of health and wellness foods, etc. The Suntory Group works to protect personal information of the entire Group according to the Act on the Protection of Personal Information and Guidelines to protect important customer information.

Employee Education on Personal Information Protection

We hold e-learning and study sessions for all employees in the Group to disseminate the importance of personal information protection. We conducted more focused information security education in departments that directly handle personal information.

Information Management of Mail-order Customers

Information of mail-order customers at Suntory Wellness Ltd. are centrally managed in a dedicated closed system at communication management center in which access is strictly managed using the Finger Vein Recognition system.



Finger Vein Recognition system

Initiatives on Intellectual Property Rights

The importance of intellectual property is increasing along with the rising social awareness on intellectual property rights and recent movement on Government's measures and programs for the same. Suntory Group has established the Intellectual Property Department mainly focusing on patents as well as the Trademark Department focusing on trademarks and our corporate brand "SUNTORY," as divisions supervising our intellectual property rights of Suntory Group.

Utilization of Intellectual Property

Suntory Group acquires and utilizes the outcome of research & development and design activities in connection with our product, service and technology as intellectual property and promotes our corporate activities to continuously provide highly value-added products unique to Suntory Group that embody our "Yatte Minahare" spirit. In addition, based on our founding spirit of "Giving back to society," we proactively utilize such intellectual property in our sustainability activities and collaborative activities with various stakeholders for cohabitating in our

society and solving social problems. Throughout such utilization of intellectual property, we strive to maximize the brand value of "SUNTORY" as well as our product and service. We implement an incentive scheme based on Invention Regulation in the Group to promote and utilize employee inventions.

Respecting Intellectual Property of Others

While utilizing intellectual properties, we collect information upon working closely with the site of research & development, designing and marketing activities in order not to infringe intellectual property owned by others. For example, upon adopting new technology, we survey whether or not there is a patent owned by others in connection with such new technology. Furthermore, when adopting a new product name, we conduct whether or not it is registered as a trademark owned by others. We sometimes collaborate with the experts to judge whether our use of new technology and names are legally correct and appropriate.

Compliance

Suntory Group strives to create an organization and corporate culture that place the highest priority on compliance to fulfill our responsibilities and meet the expectations of our customers and society.

Our Policies and Approach

Suntory Group Code of Business Ethics: The fundamental principles shared by all employees for the realization of our corporate philosophy

Suntory Group Corporate Ethics Code was established in 2003 and indicates the fundamental principles that all employees must share. We are building a compliance promotion system to realize our corporate philosophy from a cross-Group view based on this Code of Business Ethics. We also revised the content by referring to the ISO26000 international standard for social responsibility in 2012 and adapted the content in 2017 to make it more comprehensible for all Suntory Group employees worldwide.

[!\[\]\(339a16584d5da0f0a3ca4e9ec17bf6a1_img.jpg\) Suntory Group Code of Business Ethics](#)

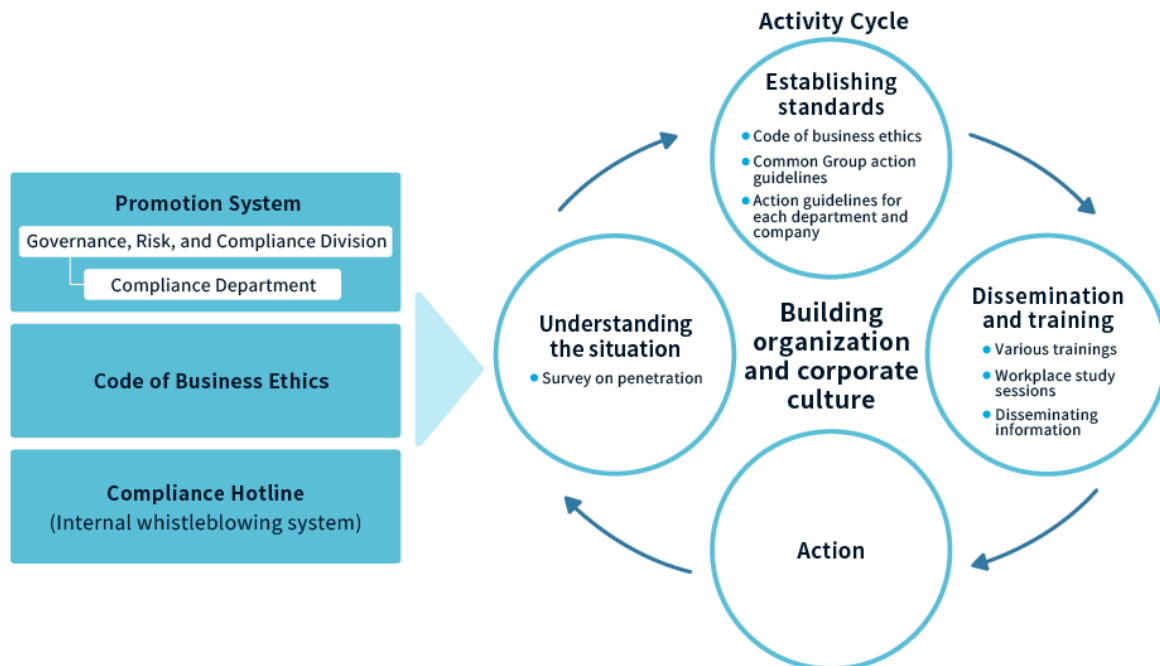
Promotion Structure

Promotion System Rooted in the Frontlines

To promote compliance while bringing together a variety of Group perspectives, we have established the Global Risk Management Committee and the Compliance Department, the latter of which functions as an expert body within our Governance, Risk, and Compliance (GRC) Division. It formulates and implements specific measures in line with GRC Division policies, monitors the status of their implementation at each workplace, and provides suggestions and advice on any issues that arise. It has also established a Compliance Hotline (internal reporting system) and responds to any and all reports in a spirit of fairness, impartiality, and good faith. We have revised some of the rules for the Suntory Group Internal Reporting System Regulations to operate more effectively under this system following revisions to the Whistleblower Protection Act. In addition, specific personnel responsible for promoting compliance are assigned at each Group company around the world. They take an active role in promoting compliance, formulating policy customized for the circumstances in their own company, and informing colleagues about that policy. The Compliance Department also supports Group companies in Japan to promote compliance, including by suggesting measures, providing tools, and running group training sessions.

The Compliance Department consolidates the Group's compliance-related efforts into a Compliance Report, which is presented to management annually. In addition, we have a system in place that prompts reporting of any compliance issues discovered to the Global Risk Management Committee when deemed necessary. The Global Risk Management Committee and Compliance Department will investigate any such report and take measures to both remedy the situation and prevent its reoccurrence. They report action taken to the Board of Directors where appropriate.

Compliance Promotion Structure



GRC Division Internal Audits

To verify Suntory Group employee compliance and that our business is being conducted as it should be, Suntory Group auditing departments conduct internal audits of all departments within the Group as well as of our subsidiaries, reporting audit results to our President and Representative Director as required.

➤ For more information, please see [Basic Concepts and Operations for the Internal Control System](#)

Enhancing the Hotline for Early Discovery and Resolution of Issues

The basic rule in Suntory Group is that when an employee discovers actions that breach the Suntory Group's Code of Business Ethics, they must first report it to the supervisors and seek their advice. However, for situations where such reporting or consultation is not appropriate, we have established an internal whistleblowing system to ensure early detection and resolution of issues.

In Japan, we have set up a Compliance Hotline that can be accessed by all Group staff internally via our Compliance Department or externally via a third-party law firm. A multilingual support system is also available to ensure that foreign-national employees can use the service with confidence regardless of their Japanese level. Additionally, in order to remove any technical or financial barriers to using the service, we have ensured that it is accessible to all of our employees through a range of methods, such as online (including via smartphone), by landlines, and by mail.

The internal awareness of this mechanism is measured every year through initiatives such as the "Employee Awareness Survey" as a way to engage users and assess the current mechanism, and the current awareness rate is over 90%. We also strive to keep improving the awareness rate and accessibility of this mechanism by sharing these results (including comparisons with previous year) with our top management.

In 2024, a total of 178 reports were received through these contact points in Japan.

For reports that suggest compliance violations, we take into consideration the privacy protection of all persons involved in accordance with Suntory Group Internal Reporting System Regulations.

During this process, we respect the circumstances of the reporter and promptly have the compliance officer conduct a confidential internal investigation within the company. We involve the relevant executive in charge to swiftly seek corrections and ensure that the necessary actions are taken. This approach helps in addressing the issue and implementing measures to prevent recurrence.

After a certain period following the resolution, we conduct a follow-up to verify the corrective actions taken. This follow-up serves as the closing step for the case, ensuring thorough resolution.



Compliance Hotline awareness poster

Alongside the establishing of our Compliance Hotline, Suntory Group has, in our employment regulations and Internal Reporting System Regulations, prohibited any treatment detrimental to anyone making a report, including retaliatory behavior or the spreading of rumors concerning them. To prevent such occurrences, when the Compliance Department conducts an investigation, it identifies the persons concerned and then confirms the "internal reporting system regulations" to ensure that the rights of reporters are protected and not compromised.

Furthermore, by actively promoting awareness of the Internal Reporting System Regulations within the company on a daily basis, we strive to create a workplace culture that ensures the protection of reporters and others, not just the directly involved parties.

The flowchart illustrates the reporting process, starting with a 'Report' step (indicated by a phone and computer icon) which leads to two contact points: 'Internal contact point (Compliance Department)' and 'External contact point (third-party law firm)'. The process then branches into two main paths based on the 'Determine need of research' and 'Determine need of Corrective action' steps. The 'Reporter' and 'Reported person/division' are involved in the process. The 'Reporter' provides 'Report reason' and 'Report completion' information. The 'Reported person/division' provides 'Reserach' (Research), 'corrective action', and 'Preventative measure' information. The process concludes with 'Follow up' and 'Improve issue' steps, leading to 'Improvement of issue/ Confirm Unfair treatment'.

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graph TD
    Report[Report] --> Internal[Internal contact point  
(Compliance Department)]
    Report --> External[External contact point  
(third-party law firm)]
    Internal --> DetermineResearch[Determine need of research]
    External --> DetermineResearch
    DetermineResearch -- No --> Reporter[Reporter]
    DetermineResearch -- No --> DetermineCorrective[Determine need of Corrective action]
    DetermineResearch -- Yes --> Reserach[Reserach]
    Reserach <--> Reported[Reported person/division]
    DetermineCorrective -- No --> Reporter
    DetermineCorrective -- Yes --> corrective[corrective action]
    corrective <--> Reported
    corrective --> Preventative[Preventative measure]
    Preventative --> Completion[Completion or corrective action]
    Reporter -- Report completion --> Completion
    Completion --> FollowUp[Follow up]
    FollowUp --> ImproveIssue[Improve issue]
    ImproveIssue <--> Reported
    ImproveIssue --> Improvement[Improvement of issue/ Confirm Unfair treatment]
  
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Activities to Ensure Compliance

To ensure the Code of Business Ethics is understood and put into practice on a daily basis by all Suntory Group executives and employees, both the Japanese-language and English-language versions of the Code of Business Ethics have been posted on our internal intranet.

In Japan, every year we provide opportunities for employees to re-familiarize themselves with the content of the Code of Business Ethics by means of workplace discussion sessions and e-learning regarding compliance related incidents that have occurred outside the Group, topics that are recognized as issues in the Group or in individual companies, etc. We also strive to remind employees about the fundamentals of compliance, and to promote ethical behavior.

We share related information on the Compliance Net in our intranet on a regular basis, including themes linked to ongoing activities and content that helps understand the essence of compliance through real-world examples. The compliance promotion managers in each company take the lead in ensuring all employees are informed.

Each Group company in Japan undertakes related activities in which the compliance promotion managers play a key role. In addition to supporting work by Group companies in Japan to promote compliance, our Compliance Department also provides training for newly appointed directors and managers at these companies, to help them develop a more in-depth understanding of the leading role that they need to play in compliance management.

Our Compliance Training

Theme	Target
Raising awareness and ensuring understanding of our Code of Business Ethics	All Suntory Group employees
Job level-specific compliance training	New employees, newly appointed managers
E-learning on harassment	New employees

Establishment of Insider Trading Prevention Framework and Internal Awareness Promotion

The GRC Division of Suntory Holdings Ltd. and the management headquarters of Suntory Beverage & Food Ltd. are working to comprehensively prevent insider trading through e-learning and other means based on the content provided by the Tokyo Stock Exchange, as Suntory Beverage & Food Ltd. is listed on the Tokyo Stock Exchange.

Implementing the Suntory Group Code of Business Ethics in Business Activities

We clearly state our emphasis on compliance in the Code of Business Ethics. In our business activities, each department sets and implements policies and voluntary standards to address various compliance issues in their business activities under the principles outlined in the Code of Business Ethics.

Ensuring Fair Business Practices

Suntory Group considers compliance with various laws, including the "Antimonopoly Act," and conducting fair business activities as fundamental prerequisites for our operations. Since the formulation of the Guideline for Compliance of the Antimonopoly Act in 1992, we have revised and implemented the guideline in accordance with revisions of laws and changes in the environment. We are working to ensure thorough awareness of and compliance with the Anti-Monopoly Act and related laws and regulations by posting on our intranet the Key Points to Consider for the Promotion Campaigns under the Act against Unjustifiable Premiums and Misleading Representations and our Compliance Manual for the Act against Delay in Payment of Subcontract Proceeds and by holding regular briefings for each division and Group company. To ensure fairness in our day-to-day activities with our suppliers and customers, our specialized departments are actively involved from the planning stages of product development, sales, and marketing, and verify the response policies and activities of related departments from the perspective of legal compliance.

Establishing Committees to Promote Fair Business for Alcoholic Beverages

To ensure compliance with alcohol-related laws and internal standards, based on the Fair Practice Guidelines for the Liquor Business*, Suntory Group has established the Fair Trade Promotion Committee within the organization to promote fair trade practices.

* The Fair Practice Guidelines for the Liquor Business are administrative guidelines established by the National Tax Agency in 2006. These guidelines prevent worsening of management of liquor business operators and the reduction of liquor taxes due to dumping caused by excessive competition. We set fair partnership conditions and make rebates more transparent to stabilize management of liquor business operators. This is also coordinated by Fair Business Committee responsible for overseeing the Antimonopoly Act.

Transparency of Business Activities and Prevention of Bribery

Suntory Group's Code of Business Ethics prohibits the provision of excessive business entertainment and gift-giving to any counterpart regardless of whether it is a corporate entity, individual, political or governmental entity, or any other related organizations or companies, and establishes that relationships with all parties should comply with laws and be fair and transparent. In response to a global strengthening of anti-bribery regulations, such as the Foreign Corrupt Practices Act (FCPA), we announced Suntory Group's basic approach to anti-bribery action for Suntory Group directors and employees worldwide (our Anti-Bribery Measures) in 2015. We also set regulations and benchmarks, in line with global standards, on business entertainment, gift-giving, donations, political contributions, and corporate sponsorships, and are working to promote awareness and understanding of these issues.

We make particular efforts to proactively promote awareness of and provide e-learning and other resources about our global anti-bribery regulations and benchmarks to employees who could encounter corruption in the course of their duties, as well as conducting regular monitoring of these situations.

Moreover, we have put in place a global Compliance Hotline to create and utilize a system for receiving reports and carrying out consultations. Employees are encouraged to immediately report any instances of known or suspected corruption to the Compliance Hotline.

> Anti-Bribery Measures

Risk Assessment for Corruption

Suntory Group openly communicates about its due diligence processes and the nature of relationships with its business partners, working towards the establishment of a robust risk assessment framework that includes due diligence. For areas and transactions identified as high-risk regarding corruption issues, we focus on enhancing our activities.

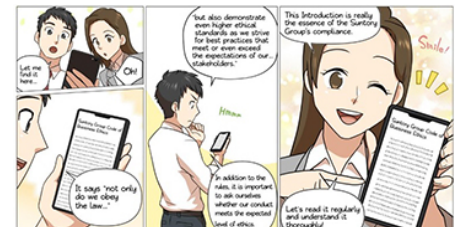
Where the results of our business partner due diligence show that a business partner presents high risk in this area, we set out anti-corruption and anti-bribery provisions in our contract with them.

Global Compliance Initiatives

With Suntory Group's global expansion, we are committed to building a global promotion framework and aligning with global standards.

As part of our global risk management system, we have established the Suntory Group Global Hotline, a unified global contact window for whistleblowing which covers Group companies throughout the world.

The Hotline is able to receive reports in multiple different languages, including English, Chinese and Spanish, and can handle reports and requests for consultation from people in many different countries. In 2024, a total of 208 reports were received through contact points at our Group companies overseas. There were no reports relating to child labor or forced labor.



Educational tool to promote understanding of the Code of Business Ethics (cartoon)

The Compliance Department uses a shared global education platform to implement e-learning aimed at ensuring employee awareness of the Code of Business Ethics and of personal data protection issues, etc., and it provides support for compliance promotion activities at overseas Group companies.

The Compliance Department has also produced short manga-style cartoons as an educational tool to strengthen awareness of the Code of Business Ethics in an easy-to-understand way, and these are being effectively utilized by individual overseas Group companies as teaching materials for employees who do not have access to the environment needed for e-learning.

Employee Awareness Survey to Understand the Awareness Towards Compliance and the Organizational Culture

To understand the status of compliance and the organizational culture as well as to determine if there are any individual issues, we conduct awareness surveys for all Group employees in Japan. The survey results help identify company-wide and departmental challenges, informing initiatives to foster a compliance mindset throughout the Group. We share the insights with directors and managers at each company, encouraging proactive measures for addressing identified challenges.

Overseas Group companies contribute to compliance management by conducting their own independent surveys.

Suntory Group Business Partner Compliance Hotline

The Suntory Group Business Partner Compliance Hotline serves as a reporting channel for business partners of Suntory Group companies. Please contact the Suntory Group Business Partner Compliance Hotline if, as a business partner of a Suntory Group company, you become aware of misconduct of Suntory Group officers or employees, including conduct that violates or may violate laws, regulations, or the Suntory Group Code of Business Ethics, in the business with Suntory.

> Business Partner Compliance Hotline

Suntory Group's Code of Business Ethics

To all members of Suntory Group,

The Suntory Group's Code of Business Ethics (the "Code") outlines the fundamental principles that each of us must uphold in order to achieve Suntory Group's purpose: "to inspire the brilliance of life, by creating rich experiences for people, in harmony with nature." It serves as a shared guide on how to approach our role as members of Suntory Group.

Together with our colleagues across the globe, we continue to take on challenges and grow with the spirit of "Yatte Minahare." The world is undergoing rapid and dramatic change, and there will be times when conventional thinking no longer applies or when we are unsure of how to make the right decision. However, no matter how difficult the situation, we must always ask ourselves, "What is the right thing to do?" and make our decisions accordingly. For Suntory Group to continue growing, it is essential that we earn and maintain the trust of society—this trust is the very foundation of our activities.

To ensure this trust, each of us must remember that we represent Suntory Group. We must always consider what we can do to bring joy to our customers and consumers, and to take the initiative to act with integrity—this is the essence of "Doing Business the Right Way." I firmly believe that by each of us being sincere and by acting with integrity and compassion—we will enable Suntory Group to grow as a company that is trusted and loved around the world.

Now is the time for each of us to embrace the Code as our shared guidelines for conduct and work together with our global colleagues to realize "Growing for Good."

Suntory Holdings Limited
Representative Director, President
Nobuhiro Torii



Introduction

Suntory Group's Code of Business Ethics (the "Code") defines the fundamental principles that Suntory Group and its employees must embrace to achieve our corporate purpose, "to inspire the brilliance of life, by creating rich experiences for people, in harmony with nature." The Code contains values and ethics standards and sets out expectations for how we pursue our business activities in a way that fulfills our responsibilities to our stakeholders and gains their trust.

The ethos behind the Code is "Doing Business the Right Way", which we define as, not only complying with all applicable laws, regulations, and standards, but also conducting our business activities with fairness and integrity.

In a rapidly evolving world, we hold constant our commitment to high ethical standards while striving to create new value towards our goal of "Growing for Good". We believe that the standards in the Code will drive behaviors that will ensure that Suntory Group continues to be a successful business enterprise while maintaining the trust of consumers and the general public.

1. Focusing on Customers and Consumers

We at Suntory Group make sincere efforts to ensure integrity and transparency in all our interactions with customers and consumers. We aim to contribute to their happiness by providing safe, reliable and high-quality products and services.

1.1 Commitment to Exceeding Expectations

We are committed to prioritizing quality and delivering value that meets and exceeds the expectations of our customers and consumers throughout all areas of our corporate activities, including research and development, procurement, production, and sales.

1.2 Responsible Information and Marketing

We strive to provide accurate and timely information, including with respect to the reliability and safety of our products, to help our customers and consumers make informed decisions. We ensure that our product labels, advertisements, and commercial messages are clear, accurate and not misleading. Furthermore, as a corporate group that engages in a wide variety of businesses, we are committed to the responsible marketing of all our products and services.

1.3 Promotion and Practice of Responsible Drinking

We ensure that the product labels, advertisements, and commercial messages for our alcoholic beverage products are clear, accurate and not misleading. We ensure that these messages target legal purchase age adult audiences and encourage responsible drinking to reduce the harmful effects of alcohol, such as excessive consumption and impaired driving. We expect all Suntory Group employees to model these desired behaviors.

1.4 Proactive Communication with Customers and Consumers

We strive to increase the satisfaction and trust of our customers and consumers by creating ample opportunities for interactive communication, and by reflecting their diverse views in our corporate activities.

2. Conducting Business with Integrity and Fairness

We at Suntory Group conduct all business activities in a fair and transparent manner, in accordance with all applicable laws and the highest ethical standards.

2.1 Compliance with Laws and Respect for Fair and Transparent Activities

We comply with all applicable laws and regulations, as well as internal policies. We respect international standards, and conduct fair and transparent business activities with consideration for cultures, customs, traditions, and religions.

2.2 Free and Fair Business Competition

In relationships with business partners and competitors, we prohibit the pursuit of profit through illegal means and do not engage in any anti-competitive practices. Furthermore, we conduct our business activities based on free and fair competition.

2.3 Zero Tolerance for Corruption

We are committed to maintaining the highest levels of ethics and integrity and to complying with applicable anti-corruption laws in the countries in which we operate. We have zero tolerance for corruption and bribery, and we maintain a sound anti-corruption program. Provision of gifts and entertainment to government officials is discouraged and can be provided only under certain circumstances and in compliance with applicable laws and internal policies. Charitable donations, sponsorships, and political contributions must comply with applicable laws and internal policies.

2.4 Non-Involvement with Criminal Activities

We do not have, nor will we have, any associations with any organized criminal groups or be involved in other financial criminal activities, including money laundering.

2.5 Disclosure of Conflicts of Interest

We require that all Suntory Group directors, officers, and employees promptly disclose all actual and potential conflicts of interest so that such conflicts can be properly addressed by Suntory Group.

2.6 Compliance with Import/Export Controls and Sanctions

We comply with all applicable laws and regulations, embargoes, and other restrictive measures of each country in which we operate, including import and export controls and economic, financial, or trade sanctions.

2.7 Records and Disclosures Related to Corporate Activities

We are committed to maintaining sufficient internal controls. We are also committed to recording and, when required, disclosing financial and non-financial information related to corporate activities, that accurately reflects the true state of Suntory Group. We ensure that all tax obligations are properly satisfied on the basis of such records.

3. Contributing to Society

As a good corporate citizen, Suntory Group strives to make a positive impact on society.

3.1 Contributions to Communities and Society

We collaborate with stakeholders to engage in communities where we conduct business and contribute to the solution of local needs. In doing so, we strive to inspire a harmonious lifestyle within the communities and society.

3.2 Support for Employee Activities

We actively encourage our employees to volunteer and participate in other social contribution activities.

4. Conserving the Environment

We at Suntory Group strive to conserve the global environment and ensure that a sustainable society rich in biodiversity and harmonious with nature is preserved for future generations.

4.1 Conservation and Restoration of Ecosystems, Including Water

As a company that relies on water and agricultural products, we understand that water is the most vital resource for our business operations. We treat water with the utmost care, and we take pride in our efforts to conserve and restore the ecosystems in the areas from which we source water and raw materials.

4.2 Promotion of a Circular Economy and Reduction of Environmental Impacts

We strive to promote a circular economy and reduce environmental impacts across the value chain by using resources efficiently and reducing greenhouse gas emissions.

4.3 Engaging with Society

In pursuit of a vibrant, sustainable society, we collaborate with our stakeholders, engage in dialogues with local communities, and transparently disclose our progress.

5. Creating a Positive Work Environment by Respecting Human Rights and Diversity

We at Suntory Group respect all human rights and diversity, and we strive to create a work environment where employees feel engaged

and motivated.

5.1 Prohibition of Child Labor and Forced Labor

We strictly prohibit the use of child labor, forced or involuntary labor or any other illegal labor practices in any of our business activities.

5.2 A Workplace Free of Discrimination and Harassment

We respect the human rights and dignity of individuals and aim to create a workplace environment free from any discrimination based on race, religion, sex, gender identity, sexual orientation, age, nationality, language, disability, social origin or any other status protected by applicable laws and internal policies. We do not tolerate any forms of discrimination, harassment of any kind (including sexual harassment), or abuse. Due attention will be paid to safeguarding the privacy of all those affected.

5.3 Freedom of Association

We respect employees' basic rights to freedom of association and to create and join organizations of their own choosing.

5.4 Positive Work Environment

We aim to establish a workplace where employees can maintain both physical and mental well-being and work safely.

5.5 Open and Inclusive Work Culture

We strive to foster an inclusive workplace culture where everyone can act freely and openly express their opinions, while respecting each other's viewpoints and positions. Additionally, through active communication, we aim to build a cohesive and collaborative work environment within Suntory Group.

5.6 Challenge and Growth

We enable the personal growth of our employees by encouraging them to set and achieve challenging goals and feel pride and a sense of responsibility towards their work.

6. Protection and Use of Corporate Assets

We at Suntory Group strive to appropriately safeguard, manage, and utilize company assets, including any information we hold, while respecting the rights of third parties.

6.1 Management of Corporate Assets

We properly manage our corporate assets, both tangible and intangible, and strive to protect them from safety threats such as natural disasters and cyber-attacks. In addition, we require that our assets are only used for appropriate business purposes.

6.2 Appropriate Use of Information

We take reasonable steps to appropriately obtain, use, store, and dispose of personal and/or confidential information. We do not share confidential information within the business other than on a "need to know" basis, nor do we engage in the use of any such information for unlawful purposes, including insider trading.

6.3 Security of Intellectual Property

We secure and defend our intellectual property, we respect the intellectual property rights of others, and we will not knowingly violate those rights.

6.4 Proper Use and Application of New Technologies

We proactively incorporate innovative technologies to create new value and require that such technologies be used securely and reliably with high ethical standards.

6.5 Responsible Conduct of External Communication

As members of Suntory Group, we understand that all public statements, social media activities, and the information we share in different circumstances can affect the reputation of Suntory Group. We remain constantly aware of this fact and promote responsible conduct at all times in public or external communications.

Administration and implementation

SCOPE AND APPLICATION

1. The Code applies to all directors, officers, and employees of Suntory Holdings Limited and its group companies (Suntory Holdings Limited and its group companies are collectively referred to as “Suntory Group” and the “Group Companies”, and individually as a “Group Company” throughout the Code).
2. The senior management of each Group Company shall ensure compliance with the Code by modeling the behaviors embedded in the Code, promoting the Code within their respective Group Companies, and establishing effective governance systems to implement and uphold the Code. Each Group Company may establish and implement its own policies, guidelines, manuals, and other documents to support the Code. Such policies, guidelines, manuals, and other documents should not contradict the Code.
3. The Code is not a substitute for applicable local laws, regulations, or industry codes in the countries where Suntory Group operates. When applicable local laws, regulations, or industry codes are more restrictive than the Code, the more restrictive requirements shall apply to the relevant Group Company.
4. Suntory Group requests that any third party acting on behalf of Suntory Group or any Group Company complies with this Code. We also encourage business partners of Suntory Group to understand and respect the provisions in the Code.

REVISION AND ABOLISHMENT

The revision and abolishment of the Code shall be agreed upon by the Global Risk Management Committee and approved by the Board of Directors of Suntory Holdings Limited.

DEPARTMENT IN CHARGE



The Legal & Compliance Department of GRC Division, Suntory Holdings Limited (hereinafter, “The Legal & Compliance Department”), is responsible for the content and interpretation of the Code. The Legal & Compliance Department supports the Group Companies in the implementation of the Code.

REPORTING OBLIGATIONS, NON-RETALIATION & DISCIPLINE

It is the personal responsibility of all Suntory Group employees to be familiar and comply with the Code. If any employee believes that any Suntory Group director, officer, employee, or third party acting on behalf of Suntory Group has violated or may violate the letter or the spirit of the Code, any other Suntory Group policies, or applicable law, they are required to report such activity through the reporting channels of their Group Company. Information reported and the reporter’s identity will be kept confidential to the extent possible and in compliance with applicable personal privacy laws, while still allowing appropriate investigation by Suntory Group. Suntory Group prohibits retaliation against anyone who reports in good faith a known or suspected violation. Violation of the Code may result in disciplinary action, in accordance with applicable internal rules of each Group Company or local laws and regulations, including termination of employment.

Tax Policy

The Suntory Group has established the following tax policy based on the concepts of the Suntory Group Code of Business Ethics.

- [Global Tax Policy and supplementary note](#) 
- [Supplementary Documentation for UK](#) 

Below is the summary of Global Tax Policy.

Operate effective tax governance to meet our compliance obligations:

We ensure tax compliance through regular reviews by the CFO of compliance with our global tax policy, clear reporting line at a global level, and the effective use of external professional advisors.

Create synergies by maximizing returns, whilst paying the right amount of tax:

We, as a good corporate citizen, will pay what we determine in good faith to be the correct amount of tax in a tax efficient manner. To create sustainable businesses, we will consider the most tax efficient way, however, we will give the highest priority to business reasons and will not enter into any aggressive tax planning arrangements which we determine have the sole purpose of achieving a tax advantage.

Pursue long term interests of society and our stakeholders:

We will maintain an open and transparent relationship with tax authorities in the jurisdictions in which we operate. Specifically, we will discuss with tax authorities in a timely and appropriate manner, we maintain full and timely disclosure of necessary information as required by law or queries from tax authorities, and if any disputes arise, we strive to achieve early agreement and resolution with tax authorities.

Ensure the business is provided with timely support on tax issues:

We form active links between the tax teams and the business divisions in order to achieve our commercial objectives. Specifically, our tax teams provide the business divisions with sufficient tax awareness to support them in making optimized business decisions.

Income Taxes Paid

(Billion Yen)

	Japan	Overseas	Total
2022	19.3	40.2	59.5
2023	34.7	39.4	74.1

* The above amounts are based on "Country-by-Country Report" submitted to Japanese Tax Authorities, and not directly related to the Consolidated Financial Statements.