

ALWIN 奥文

**CODE OF
CONDUCT POLICY
职业道德规范**

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GENERAL PRINCIPLES

总则

The Code of Ethics is a document that summarises the ethical principles of conduct required when doing business with Allwin, as well as all the obligations and responsibilities of Directors, Managers and other Employees. The Code is a basic tool which Allwin has prepared to prevent and control any possible violations of the standards to be applied to the Company's activities.

The Code represents a "charter of the principles and values" of correct behaviour, and its scope is not that of providing a detailed operational guide regarding every aspect of life within the Company.

The Code is an integral part of the Organisation, Management and control model.

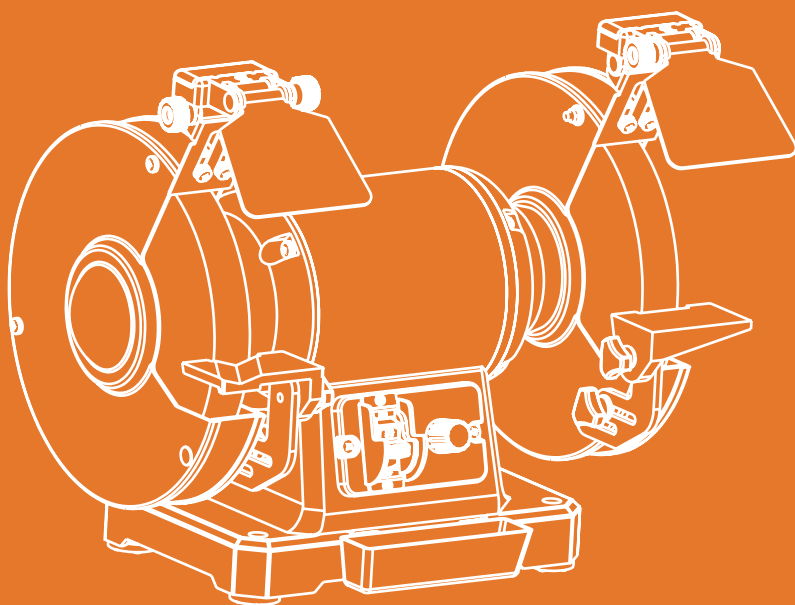
The Code applies to all Directors, General Managers, Managers and Employees of Allwin Companies and the other entities, subjects and companies acting in the name or on behalf of Allwin. Observance of the Code of Ethics is considered an essential requirement of the contractual obligations of all Directors, managers, employees and collaborators of the Company.

Allwin will make every effort to ensure that the Code of Ethics is considered a standard of excellence for the business conduct of all the parties with whom has long-term business relationships, such as advisors, experts, agents, dealers, suppliers and clients.

Allwin believes that all business relationships must be characterised by transparency, integrity and loyalty, and that these relationships must be maintained without any form of conflict between Company and personal interests. In order to achieve this goal, the company requires all Directors, Managers and Employees to meet the highest standards of business conduct when performing their duties and jobs, as provided for in the Code of Ethics.

As a consequence there of, Allwin undertakes to:

- disseminate the Code throughout the whole Company and to all the Code's addressees;
- guarantee that whoever reports a violation of this Code in good faith shall not be subjected to any form of retaliation;
- regularly control compliance with the standards of the Code;
- adopt, if required, fair measures in proportion to the violations committed against the standards of the Code.



职业道德规范总结了所有与公司有业务往来所需遵守的行为道德规则，并规定了公司董事、总监、经理和雇员应尽的职责和义务。基于本规范之内容，公司防控一切可能违反公司内部规范的行为。本规范陈述正当行为的“规范章程和价值观”，但并未覆盖公司内部详细各层面的行为指引。本规范应视作公司组织、管理和操控模式之重要组成部分。

本规范适用于所有公司董事、总经理、经理和雇员以及其他任何以奥文名义或代表奥文运营的实体、主体和公司。

是所有公司董事、经理、雇员以及合作伙伴应尽到合同义务中的重要环节。

对于公司长期业务的往来方，比如专家顾问、专家、代理商、经销商、供应商和客户，公司将尽一切努力保证本规范被认可为职业道德的优异标准。

鉴于公司确保所有业务往来关系必将以公开透明、诚实和忠诚的方式展开，并且这些关系必须得到维护，以避免出现公司与个人间的利益冲突情况。为达到上述目的，公司要求所有董事、总监、经理和雇员应严格按照本规范中的商业行为标准行事和执行工作职责。

因此，现作出以下几点承诺：

- 在公司内部发布本规范，并寄送给本规范涉及各方；
- 凡个人真实检举触及本规范的违规行为，公司保证其不会受到任何形式的报复；
- 定期检查本规范标准的遵守情况；
- 如有需要，基于公平公正的原则，按照违反本规范标准的严重程度进行惩罚。

2

BUSINESS CONDUCT



商业行为

Allwin performs its activities and requires all its Directors, Managers, Employees and third-party addressees of the Code to carry out their activities in compliance with its business conduct values. All Directors, managers, employees and third parties addressed by the Code must understand that they represent Allwin and that their actions have an impact on the company's reputation and on the culture within the company.

Therefore, they must perform their business activities on behalf of Allwin in compliance with the policies stated here below.

CONFLICT OF INTEREST

All decisions made on behalf of Allwin must be made in the best interests of the company.

Therefore, wherever possible, Directors, Managers, Employees and third parties addressed by the Code must avoid conflicts of interest (or even just the possibility of a potential conflict of interest) with special reference to personal, financial or family interests.

Typical cases of a potential conflict of interest include but are not limited to:

- holding financial or trade investments in suppliers, clients or competitors;
- accepting any gifts, money, benefits or economic advantage from third parties under any form whatsoever due to/depending on their job/responsibility;
- establishing and fostering professional and commercial relationships with relatives of any degree whatsoever.

The key to addressing potential conflicts is full transparency and disclosure of facts. This makes it possible to appropriately analyse all the aspects of the issue. As a consequence thereof, what may at first sight appear to be a problematic issue is actually not detrimental to

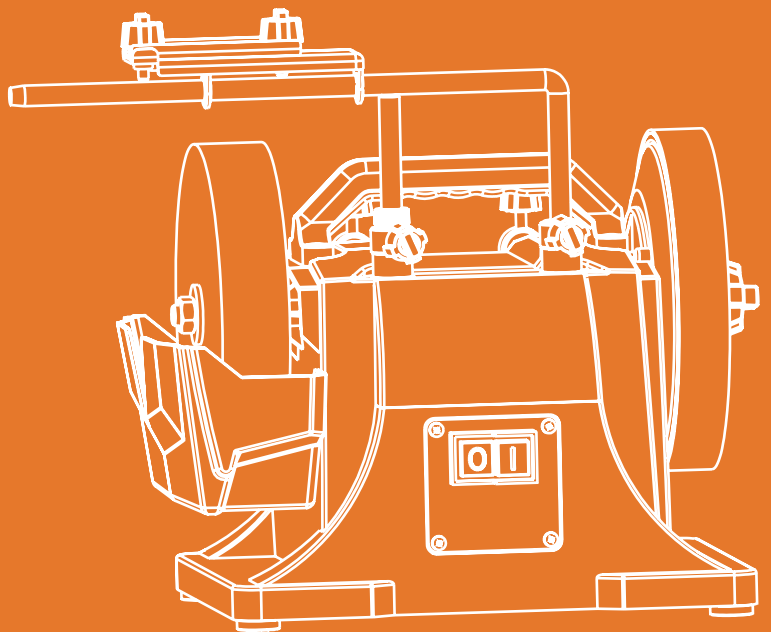
the Company at all. However, only full disclosure of all the facts can guarantee that all the parties involved are sure and can confidently declare this status to others.

Third-party business interests and relationships

All the addressees of this Code of Ethics must avoid investments and/or other economic/financial interests which may interfere, even only apparently, with their ability to make decisions in the Company's exclusive interest.

Therefore, it is forbidden to:

- hold a financial interest in a company that is a client or a supplier of Allwin;
- exploit for personal gain any business or profit opportunity which pertains to Allwin or which are, in any case, in competition with the Company.



公司对所举行的活动以及所有董事、总监、经理、雇员和本规范涉及的第三方所从事的各种商业活动，要求必需遵守本商业行为价值理念。所有董事、经理、雇员和本规范涉及的第三方须清楚各自代表奥文公司，且各自行为可能影响公司声誉以及公司文化的事实。因此，他们须遵守如下政策，以代表公司从事各种商业活动：

利益冲突

所有代表公司的决策方需遵从公司利益最大化的原则执行。

因此，公司董事、总监、经理和雇员以及本规范涉及的第三方须尽可能避免公司利益与个人、财务或家庭利益产生冲突（甚至包括各种引发利益冲突的可能性）。

通常情形下，潜在利益冲突包括但不限于：

- 持有供应商、客户或竞争对手的财务或交易投资；
- 利用个人职务或职责之便，接受第三方任何形式之馈赠、现金、恩惠或经济利益；
- 个人与亲戚建立发展起不同程度的专业及贸易合作关系。

解决处理潜在冲突的关键在于完全透明性和事实披露，这有助于全方位合理分析问题的根源。因此，在源头处杜绝问题就可以使公司利益免受损害。然而，只有在完全披露所有事实的前提下，才能保证涉及各方完全放心地向其他方公布各自状态。

第三方商业利益和关系

本职业道德规范的涉及各方应尽量避免由于投资或因其他经济或财务利益，而可能或显著妨碍他们为公司谋取利益的决策能力情形。

因此，本规范杜绝如下行为：

- 一方持有任何公司客户或供应商的财务利益；
- 一方为自身谋取任何可能关系到公司，或在任何情形下，与公司产生竞争关系的商业利益或利润的机会。

2. BUSINESS CONDUCT 商业行为

In general, employees may do other legal work outside Allwin on condition that these activities are not carried out within their normal working hours and that this other work does not impact on their ability to do their own job within Allwin.

It is forbidden to:

- be employed by or receive payments from a client, supplier or competitor of Allwin;
- hold office as an employee or manager of any profit-making company outside of Allwin without first asking for approval from the line manager and by Allwin General Management. Approval is not required if the work is performed in non-profit or charitable organisations.

Corruption, gifts and illegal payments

Allwin, its Directors, Managers, Employees and all the addressees of this Code undertake to act with the utmost integrity, honesty and fairness in all the relationships both inside and outside the company, in compliance with national and international laws against corruption.

Allwin does not tolerate any form of corruption (either accepting or offering money to obtain an inappropriate commercial advantage) towards public officials, or any third parties related to a public official, or any individuals or entities.

No Director, Manager, Employee, Agent or other

Representative may, either directly or indirectly, accept, solicit, offer or pay any amounts of money or other gains (including services, benefits or gifts) – with the exception of commercial items of a modest value commonly accepted at international level – even if under illegal pressure.

Concerning gifts or entertainment, the ‘golden rule’ is total transparency and full disclosure of the facts to immediate superiors and to Management.

All situations that are or may potentially be a conflict of interest must therefore be immediately reported to the line manager or to Human Resources, to Allwin Corporate General Management.

Relatives and personal relationships

In no case shall people hired by company companies be assigned to jobs where they may influence, control or define the career, salary or, in general, work and working conditions of a relative.

Therefore, as far as relatives are concerned, Allwin Corporate General Management must be informed beforehand if a proposal is made to recruit an applicant who is a relative of a Director, Manager or Employee in order to fully assess if there is a conflict of interest, and before approving or not approving the employment of that candidate.

一般而言，在雇员不与正常工作时间冲突，且不影响各自正常工作表现的前提下，公司可以允许他们在外从事合法工作。

除如下情形外：

- 受雇于任何公司客户、供应商或竞争对手，或向他们领取报酬；
- 未征得部门经理和公司管理层批准的，在公司外受雇于营利性公司职工或担任经理或以上一职。如在非营利性或慈善机构任职，则无需事先征得批准。

贿赂、馈赠与非法款项

凡公司董事、总监、经理和雇员以及本规范涉及各方，应本着最高的廉洁、诚实和公正的原则，遵守国家和国际反贿赂相关法律来处理公司所有内部和外部关系。

公司对于以任何形式向政府官员，任何与政府官员往来的第三方，或其他个人或实体的贿赂行为持零容忍态度（无论是受贿行为，还是以获取不正当的商业利益为目的的行贿行为）。

公司董事、总监、经理、雇员、代理商或其他代表，即使受到非法的威逼压力下，不得直接或间接接受、索要、给予或支付现金或其他收益（包括服务、利益或馈赠）— 国际层面上往来的适度金额物品除外。

关于馈赠或娱乐，各方应本着完全透明和完整事实披露的“黄金法则”，立即向直属领导或管理层汇报。

在任何情形下，如引起或可能引起利益冲突，各方应立即向部门经理、人力资源部或奥文公司管理层汇报。

亲属及个人关系避嫌原则

在任何情形下，公司各部门凡涉及亲属关系的雇员，不得在其管辖 / 其影响力 / 定义范围内，为亲属安排工作机会或调整岗位薪金。

因此，公司内部凡涉及董事、总监、经理或雇员具亲密关系的亲属招聘情况时，事前必须主动向奥文公司管理层申报，并由公司内部全方位评估是否存在利益冲突，从而最终作出录用或拒绝录用的决定。

2

BUSINESS CONDUCT 商业行为

Competition

The company shall put an end to the following competitive relations: all commercial activities in which the company is involved, the purchase, sale or rental of goods, and the private acceptance of any property by all prospective stakeholders, or preempt opportunities that may be of interest to the company in advance. If there is a competitive relationship between the individuals or organizations associated with the employees or their relatives within the company and the company is aware of significant commercial interests, it should be reported to the company immediately.

RESOURCES, INTELLECTUAL PROPERTY, IT

Management of company resources

We are all obliged to protect Allwin resources and to use them appropriately through responsible behaviour.

Allwin resources are destined for company use only, therefore employees shall:

- use company assets and funds in a legal and responsible way;
- protect all Allwin resources from theft, waste and neglect;
- not use company assets, funds or other resources to promote external or unauthorised activities.

Intellectual property

The Company's ongoing success and future growth

depend on innovative products and solutions. In order to obtain a considerable competitive edge for all Allwin activities, the Company's intellectual property must be protected from theft, improper use and loss.

All Allwin's intellectual properties and know-how are, by definition, a strategic resource that all the addressees of this Code must protect. If this know-how is improperly disclosed, whether intentionally or otherwise, the assets and/or the image of Allwin may be damaged.

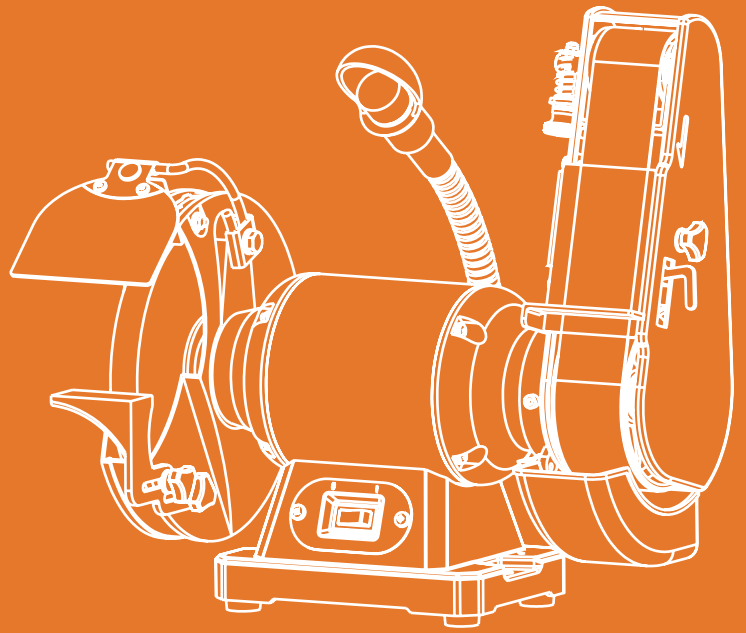
Therefore, all Directors, managers, employees and other addressees of this Code shall not disclose any information to third parties concerning technical, technological and commercial data belonging to Allwin or any other unpublished information regarding Allwin.

Precision and transparency of financial reports

For the purposes of financial reporting, it is essential that the accounts and records of Allwin accurately and honestly reflect all transactions.

The results of transactions carried out by Allwin shall be registered in accordance with legal requirements and using generally accepted accounting principles. All entries shall be backed by appropriate documentation. Examples of Allwin documents include financial statements, reports on travel and expenses, documentation of purchases and sales, internal directors' reports and any other document that may refer to a value or to an economic or financial transaction.

It is strictly forbidden to falsify or omit any transaction that may give rise to an incorrect record of assets, liabilities, income or expenses.



竞争对手关系

公司杜绝下述竞争关系：公司参与的一切商业活动，物品采购、销售或租用，杜绝所有预知利益方私自接受任何财产，或者提前抢占公司可能感兴趣的机遇。对于公司内部雇员或其亲属所往来的个人或组织与公司存在竞争关系，而察觉此涉及重大商业利益的情况下，应立即向公司呈报。

公司资源、知识产权和电子信息技术

公司资源管理

各方有义务保护公司资源，并对合理使用资源负责。

公司资源仅用于公司用途。因此，公司雇员应确保以下几点：

- 须以合法途径和负责任的态度使用公司资产及款项；
- 不得窃取、浪费和疏忽一切公司资源；
- 凡公司资产、资金或其他资源，不得用于任何外部或未授权活动。

知识产权

创新产品及方案是未来公司成功和业绩增长的关键因素。为取得更好的竞争优势，公司必将保护其知识产权不受他方盗用、滥用或窃取。

凡公司所有的知识产权和技术，本规范涉及各方应视作公司战略资源，各方应加以保护。任何技术的不当披露，无论是有意或无意，均可能损害奥文公司资产或形象。

因此，公司董事、总监、经理和雇员以及本规范涉及各方不得向第三方透露公司的技术、工艺和商业数据，或公司尚未向外界公开的其他信息。

财务报表的准确性和透明性

对于财务报表的准备，应本着准确真实的原则反映公司所有的业务数据。公司业绩结果应符合法律要求，并且使用通用会计准则计算。所有公司账目明细应附带相应文档支持。公司文档范本应包括财务报表、差旅费用报表、进销存账目、内部董事报表和其他涉及金额、经济或财务交易文档。

严禁一切伪造或漏报公司资产、债务、收入或支出相关交易数据的行为。

2

BUSINESS CONDUCT 商业行为

IT

The company makes intensive use of computers and telecommunication networks, therefore such systems must be protected from any improper use.

As a consequence thereof, employees shall:

- comply with the company policies for the protection of information and with the data protection requirements;
- use and protect access passwords to computers and networks;
- save sensitive, proprietary or highly confidential information in protected files on the safe servers provided by the Company;
- always protect all electronic devices;
- comply with information security checks;
- protect company equipment and systems from pornography, gambling and other illegal, offensive or inappropriate use.

Confidentiality and privacy

During the execution of their normal business activities, Allwin collects a considerable amount of personal data and confidential information which the company undertakes to treat in compliance with all the laws concerning confidentiality in force in the jurisdictions where it operates and with the best practices for the protection of privacy.

In order to do that, Allwin guarantees a high level of security when selecting and using its IT

systems destined for the treatment of personal data and for confidential information.

COMPETITION, CLIENTS, SUPPLIERS

Competition

Allwin recognizes the fundamental importance of a competitive market and undertakes to fully comply with the regulations relating to competition and any other consumer protection laws that may be applicable where the company operates. Allwin and its Directors, Managers and Employees shall not implement any practices that may represent a violation of legislation regulating competition.

Within the field of fair competition, Allwin shall not wilfully violate third-party intellectual property rights.

It is permitted to collect information about our competitors from public sources, including articles, advertisements, brochures, analysts' reports, press releases and public documents. It is inappropriate to try to obtain confidential information about a competitor through its employees or other third parties who, according to our knowledge, are bound by confidentiality towards the competitor.

Allwin and all its employees shall undertake to keep and improve their relationships with all stakeholder categories, by acting in good faith, loyally, fairly, transparently and with due respect for the fundamental values of Allwin.

电子信息技术

因公司在日常运行中经常性采用电脑和电信网络，各方应避免因不当使用而损害系统的行为。

因此，公司雇员应做到以下几点：

- 根据数据保护相关要求，遵守公司政策保护信息；
- 使用及保护访问密码以保护电脑和网络；
- 凡涉及敏感性、所有权或高度机密性信息的，应保存至公司内部安全服务器保护下的文件夹中；
- 定期保护全部电子设备；
- 主动配合信息安全性检查；
- 保护公司设备及系统，避免受到涉及淫秽、赌博及其他非法、暴力或不正当用途的信息所破坏。

机密与隐私条款

在常规商业活动过程中，依据所属辖区内现行机密法规，公司有权获取相当程度上的个人数据和机密信息，以方便公司采用最好的操作方式以保护隐私。

为此，在选择使用电子信息技术系统时，公司将确保个人数据和机密信息的高度安全性。

竞争方、客户和供应商

竞争方

公司认可竞争市场的重要性，并保证公司运营完全符合竞争规则和其他消费者保护法律。凡公司董事、经理和雇员不得违反竞争市场法律法规。

依据公平公正的竞争原则，公司不得擅自违反第三方知识产权法。

凡公司人员通过公共途径，包括文章、广告、宣传册、分析报告、出版刊物和公共文件获取竞争方信息的情况，公司无任何异议。凡试图通过竞争方雇员或其他第三方获取机密信息的，根据公司竞争方机密性规定，均被视为不正当获取途径。

根据公司的基本价值理念，公司及所有公司雇员应本着诚实守信、公正透明和尊重他人的原则与股东们保持良好关系。

2.

BUSINESS CONDUCT 商业行为

Client relationships

Allwin aims at meeting the expectations of the end clients in full. All Allwin's Directors, Managers and Employees are bound to act so as to continuously improve the company's product and service quality.

For Allwin, it is fundamental that clients are treated fairly and honestly, and therefore requires its Managers, Employees and thirdparty addressees of this Code to establish honest, professionally fair and transparent client relationships and contacts. Employees must follow the internal procedures applied by their respective Companies aimed at attaining this objective through the development and maintenance of profitable and long-lasting relationships with clients, by offering security, assistance, quality and value supported by ongoing innovation. Allwin companies shall avoid unfair discrimination in negotiations with clients and shall not use their contractual power improperly to the detriment of any client.

Fraud

Fraudulent behaviour is forbidden under all circumstances.

Actions to be avoided at all costs include: falsifying or altering cheques, bills or any other document; misappropriating funds or other assets; improperly managing or reporting capital or financial transactions;

theft or dishonesty; destroying, damaging or stealing documents, fixtures and fittings or equipment.

Political funding

It is forbidden to fund political parties, political committees, political candidates or individuals in public office in any country on behalf of Allwin, even if it is considered legal in the eyes of the law, unless expressly authorised by Allwin General Management.

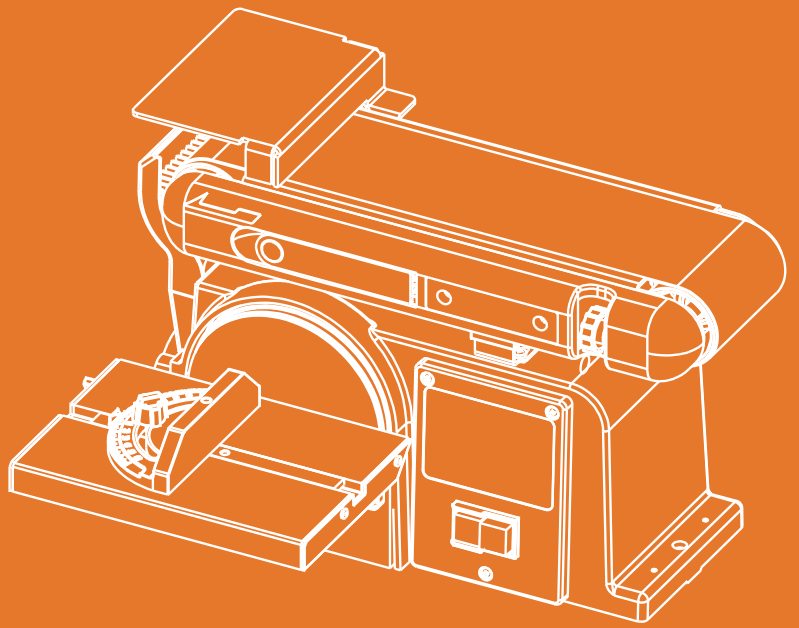
Management of suppliers

Suppliers play a fundamental role in improving the general competitiveness of Allwin.

All Allwin Managers and other Employees are invited to establish and to maintain stable, transparent and cooperative relationships with suppliers. In order to constantly guarantee the highest level of client satisfaction, the company selects its suppliers through appropriate and objective methods which consider the quality, innovation, costs and services offered, together with the social and environmental performance and values outlined in the Code.

Therefore, all employees dealing with suppliers are expected to:

- select suppliers on the basis of competitive offers founded on objective criteria for the assessment of their performance and the quality of their service;
- guarantee that all suppliers' offers are compared and analysed fairly without favouritism;
- be transparent during the bidding process and provide honest and sensitive feedback to rejected offers.



客户关系

为充分满足终端客户之需求，所有公司董事、总监、经理和雇员应不断改进公司产品和提高服务质量。基于公司基本价值理念，客户理应受到公平坦诚的待遇。因此，凡公司经理、雇员和本规范涉及第三方，应建立起公平坦诚的客户关系和专业透明的联络渠道。公司雇员应遵守各自所在公司适用内部章程，提供一切安全、工作辅助、质量保证和未来创新价值，旨在通过发展维持长期盈利性客户关系达到这一目标。在与客户谈判时，公司应避免出现一切不公正歧视，不得滥用合同订立权损害客户利益。

欺诈行为

在任何情形下，杜绝一切欺诈行为。公司不惜一切代价杜绝以下欺诈行为：伪造或篡改支票、票据或其他文件；挪用资金或资产；资金、财务交易管理或披露不当；窃取或欺诈行为；毁坏、损坏或窃取文件、工具、设备或仪器。

政治献金

在奥文管理层未明确授权的情形下，凡代表公司向一国之政治党派、政治委员会、政党候选人或政府官员献金，即使行为符合法律规定，公司一律禁止。

供应商管理

供应商对提高公司的整体竞争力起了决定性作用。公司经理和其他雇员应建立及维护稳定、透明和合作的供应商关系。为不断保证最高水平的客户满意度，公司按照本规范的社会、环境表现和价值理念，采取合适客观的方法筛选出供应商，他们须提供高质量的创新产品，具有成本优势以及高品质服务。因此，所有雇员应遵从如下原则处理供应商关系：

- 基于客观性标准和竞争报价，评估供应商业绩和服务质量；
- 本着公平公正原则对比分析供应商报价，杜绝一切偏袒态度；
- 确保招标过程中的绝对透明性，对未中标方应同时提供真诚合理的反馈。

2

BUSINESS CONDUCT 商业行为

It is particularly important to avoid receiving any personal benefit arising from the working relationship with Allwin or the position held in Allwin. Therefore, special care must be taken when using the services personally or when purchasing goods from a person or entity that carries out or intends carrying out business with Allwin. To avoid even the appearance of a conflict of interest, it is necessary to pay the right price (market price) for goods or services and, in all cases, prevent any personal advantage becoming damaging or less advantageous for Allwin.

COMPANY REPUTATION AND IMAGE

Company image

Allwin's image also depends on the behaviour of each single employee.

Therefore, all parties addressed by this Code shall:

- act in Allwin's best interest;
- demonstrate Allwin's values in their daily professional behaviour;
- avoid talking or writing on behalf of Allwin unless authorized to do so in advance;
- avoid talking or writing about issues that do not fall within their personal competence;
- ensure that there is no confusion between personal opinions and the Company's opinions (for instance, Allwin letterhead paper or emails must not be used to express personal opinions or for

personal commercial activities).

Public institutions

Relationships with public institutions shall only be managed by those functions and employees delegated to do so. All these relationships shall be approached with transparency in compliance with the values of Allwin.

Gifts or donations (if admitted by law) to any representatives of a public institution shall be of a modest value and appropriate and, in all cases, must not be interpreted as a means to obtain or attempt to obtain undue benefits for Allwin.

Media relations

Communications to the media play a fundamental role for the purposes of establishing Allwin's image.

Therefore, information concerning Allwin must be provided in a truthful and consistent way only by Managers and Employees in charge of media relations, strictly complying with Allwin's policies.

No other Managers or Employees shall provide any information about Allwin to media representatives that is not available to the public, shall never establish any contact with the media in order to disclose confidential company news and shall ensure that they report whatever question asked by the media to the appropriate person or function in charge.

凡与公司存在工作关系或在公司任职的一方，应谨记拒收任何私人馈赠。因此，各方在直接享受服务，以及由个人或正在合作 / 有意向与公司建立业务往来的实体公司购置物品过程中，应该特别注意。为避免利益冲突，各方应按正确价格（市场价）支付物品或服务，在任何情形下，应避免一切因个人得利而损害或影响公司利益的行为。

公司声誉和形象

公司形象

鉴于公司形象的塑造与每个雇员的行为息息相关。

因此，本规范涉及各方应确保以下几点：

- 确保公司利益最大化；
- 每天以专业操守印证公司价值理念；
- 事先未得到公司授权情况下，不得代表公司发表任何意见或书写任何文件；
- 避免讨论或书写一些个人职责范围之外的话题。
- 明确界定个人意见和公司意见（例如不得使用公司信件或电邮表达个人意见或参与其他个人商业活动）。

公共机构

针对与公共机构建立关系的工作，都必须由公司委派的部门和雇员负责执行。应本着公开透明的原则，按照公司价值理念建立此联系。

公司各方应依据合理价值及恰当行为的原则，向公共机构代表进行礼品馈赠或捐赠（在法律允许的情况下），在任何情形下，均不得理解为奥文公司是出于获取不当利益之行为。

媒体公关

媒体公关为塑造公司形象起到了根本性的作用。因此，一切涉及公司的信息必须且仅能由公司媒体公关处经理和员工提供，并且所有信息的披露应基于真实一致的原则，按照公司相关政策执行。

其他经理和员工不得向媒体代表提供一切不宜公布的公司信息，更不得主动联系媒体透露公司机密性新闻。凡由媒体提出的问题，应确保由负责人或职能部门回复。

3



PEOPLE

人员

Labour policies

Wherever Allwin operates, the Company acknowledges and complies with the laws governing labour and staff recruitment, including laws that protect freedom of association, privacy and equal employment opportunities.

Therefore, Allwin:

- believes that a positive and direct approach to employees is the best way to act in their interest;
- undertakes to cooperate with the employees' duly elected representatives, in order to protect the employees' interests, taking into account the Company's mission;
- shall not use forced or involuntary labour and shall comply with legislation governing child labour.

Equal opportunities

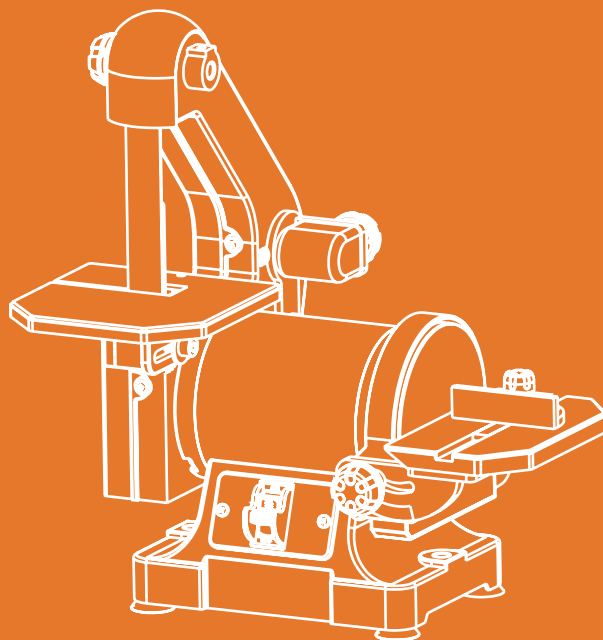
Allwin undertakes to offer equal employment and career development opportunities to all employees and to help employees express all their potential through training and development.

The head of each single department shall guarantee that, for all aspects of the working relationship (such as hiring, training, salaries, promotions, transfers and termination of the working relationship), employees shall be treated in accordance with their capacity to meet the requirements of the position and jobs assigned to them, avoiding every form of discrimination due to race, gender, sexual orientation, social and personal position, physical condition and health, disabilities, age, nationality, religion, trade union membership or political and/or personal beliefs.

Each single company in Allwin offers the same career opportunities to whoever possesses the requirements to access higher positions, without any discrimination, based exclusively on merit and acquired professional skills.

Allwin considers employee training and continuous updates on specific issues (for instance health, environment and safety) to be a primary requirement for the Company.

It is prohibited for all Allwin Managers and Employees to accept or request promises or payments in cash, assets or benefits, pressure or services of any kind that may in any way be aimed at fostering the hiring of a specific person as an employee or of his/her transfer or promotion.



劳动力政策

无论公司于任何地方经营，始终承认并遵守当地劳工政策和员工招聘法例，包括保护员工协会的自由度、私隐和公平招聘机会。

故此，公司：

- 相信以正面和直接的方法对待员工是实现其利益的最佳途径；
- 出于保护员工利益，同时考虑公司的使命，确保与员工公投当选的代表合作；
- 不应使用被迫或非意愿劳动力，应遵循相关童工法规。

公平机会

公司愿意向全体员工，提供平等的雇用关系和职业发展机会，并协助雇员通过培训和发展机会以展现其潜能。

各部门主管应保证，针对工作人员关系的各方面安排（如雇用、培训、薪金、晋升、调岗和终止工作关系），应该按照员工可满足岗位和职位要求的能力委派职务，避免因种族、性别、性取向、社会和个人地位、身体条件和健康、残疾、年龄、民族、信仰、工会成员或政治和/或个人信仰而作出歧视对待。

公司属下各独立公司给予各位员工提供均等的职业机会，有能者就能拥有晋升机会，并无任何歧视对待，仅以功绩和所掌握技能为评估标准。

公司认为雇员培训和特别项目的持续发展（例如健康、环境和安全）是公司的基本要求。禁止公司全体经理和雇员收受或索取承诺或以金钱、资产或利益、任何形式的压力或服务，意图促使特定人员的雇用、调职或升迁。

3 PEOPLE 人员

Harassment

Every employee must be treated with dignity and respect. No behaviours or actions which may – even indirectly – violate these rights and, particularly, no form of harassment or mobbing whatsoever, shall be accepted. In Allwin facts and ideas may be questioned, people may not.

Allwin does not permit any type of harassment or malicious behaviour including anything connected with race, gender or other personal characteristics, the goal and/or effect of which may in any way violate or disturb the sensitivity and dignity of the person targeted by such harassment or behaviour, both inside and outside the workplace.

Working environment

All the people working with and for Allwin are entitled to a healthy, safe and protected workplace.

Therefore, Allwin expects all employees to:

- conform to the Company's rules regarding the environment and health and safety in the workplace;
- adopt all reasonable precautions to keep a safe and healthy workplace;
- make sure they do not put themselves or others at risk through their actions;
- make sure they know what to do in case of an emergency in the workplace;
- report any behaviour, installations or objects that

may compromise the safety of the workplace to the management in a timely manner, as well as all accidents, including minor ones.

All employees must also act to maintain a healthy and collaborative workplace, where each individual's dignity and psychophysical integrity is respected.

Particularly, all addressees of this Code of Ethics:

- shall not work under the effect of alcoholic substances or drugs;
- shall consider the needs of those who may be affected by the effects of 'passive smoking' in the workplace, including in rooms where smoking is not prohibited by law;
- shall avoid any behaviour that may create a threatening or hostile environment towards colleagues or subordinates in order to isolate or discredit them in the workplace.

骚扰

应给予各雇员尊严和尊重。不允许任何行为或行动可能 – 即便间接地 – 侵害这些权利，特别不可以作出骚扰或聚众骚扰等行为。对奥文的事实和观点可被质疑，但对雇员则不可。

奥文不允许在工作场所内和以外的地方，发生任何涉及种族、性别或其它个人特征的骚扰或恶意行为，以及意图和 / 或造成对人的感受和尊严有损的任何类型骚扰或行为。

工作环境

任何与奥文合作或工作的人员，都被赋予健康、安全和受保护的工作环境。

故此，奥文期望各雇员可做到：

- 遵守公司关于环境、工作场所健康和安全的規定；
- 采取各种合理的措施，以保持一个安全健康的工作场所；
- 确保员工行为不致自身或其它人员于危险；
- 确保员工懂得处理在工作场所紧急事故的能力；
- 及时向管理层报告任何涉及工作场所安全的行为、仪器安装或物品、不管是否细微的任何事故。

所有员工应以此为已任：保持一个健康和谐的工作场所，让各位员工在此环境之下尊严和心理健全得以维持。

特别是对于本道德规范适用的员工：

- 工作环境不应有酒精或毒品影响；
- 应考虑工作场所内，包括法律禁止吸烟的房间内，受“二手烟”影响的人员健康；
- 应避免造成任何一个受威胁或敌对环境的行为，并且同事或下属会受到孤立或侮辱。



Privacy

Allwin respects the confidentiality of personal data relative to company employees. The Company requests and keeps only the data required to efficiently manage the Allwin business.

Therefore, all employees possessing authorisation to access colleagues' personal data:

- shall provide such information only to authorised parties, and only where absolutely necessary;
- shall never provide such data to third parties outside Allwin unless legally obliged to do so or specifically authorised by the employee;
- shall keep such data safely and never for more time than is necessary to satisfy the legal or commercial reason behind the data collection.

Allwin expects all employees to:

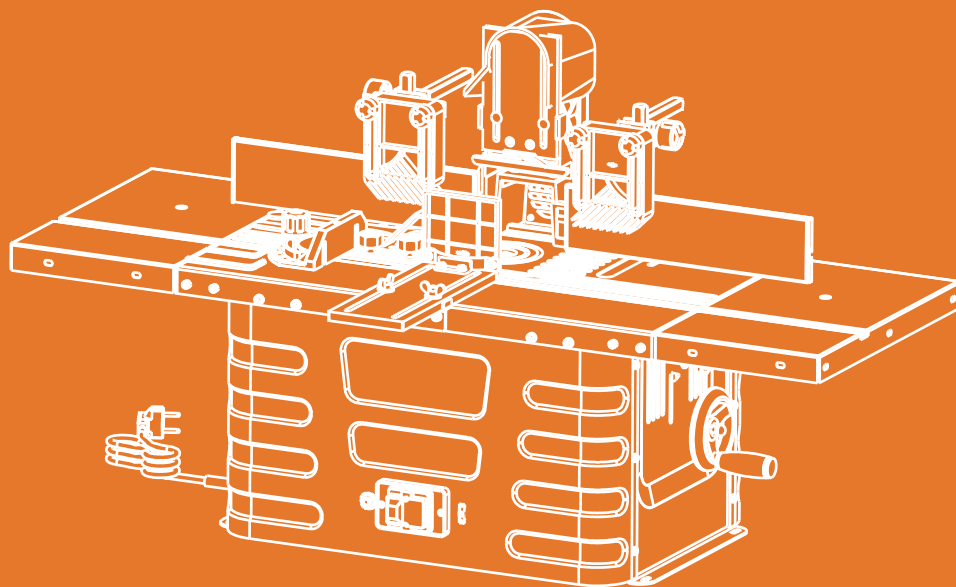
- refrain from accessing and saving employees' personal data, unless they are accordingly authorised to do so and they have a clear commercial need to know such data;
- respect their colleagues' right to privacy.

Political activities

Allwin respects the rights of Managers and Employees to individually participate in the political process, as long as they do not induce the false belief that they are representing the Company in this activity.

Therefore, all employees who participate in political activities:

- shall clearly explain that they are not representing Allwin in any way;
- shall avoid using any company resources in any form (including time, phones, letterhead, emails or other) to carry out or support personal or third-party political activities.



隐私

奥文尊重公司雇员的个人资料保密。公司尊重并仅保持奥文业务有效管理需要的数据。

故此，对于各位有权进行同事个人资料管理的人员应：

- 仅在必须的情况下，只对获授权的人员，才提供相关信息；
- 除非在有法律义务或相关员工特别授权的情况下，绝不可向奥文以外的第三方提供这些数据；
- 应保障数据安全，并在必须满足法律或商业用途后，不得再多加使用所收集的数据。

奥文期望所有员工做到：

- 禁止取得和保存员工个人资料，除非经过相应的授权，以及得到清晰的商业需求以外；
- 尊重同事隐私权利。

政治活动

奥文尊重管理层和员工独立参与政治活动的权利，只要不会引起错觉，误会该独立个人是公司在活动中的代表。

因此，所有参与政治活动的员工都应：

- 尽一切方法，清楚解释自己不是代表奥文；
- 避免以任何形式使用公司资源（包括时间、电话、公司信纸抬头、电邮或其它），来进行或支持个人或第三方的政治活动。

4

HEALTH, SAFETY AND THE ENVIRONMENT



健康、安全和环境

Health and safety in the workplace

Allwin acknowledges health and safety in the workplace as one of the employee's fundamental rights and as a key element for the company's sustainability. All decisions made by Allwin must respect health and safety in the workplace.

Allwin has adopted and continues to improve an effective policy for Health and Safety in the workplace, which is founded on the development of a Safety Management System (SMS) and on individual and company preventative measures to minimise the potential risk of injury and/or stress in the workplace.

Allwin intends to guarantee excellent working conditions at an industrial level, pursuant to the principles of hygiene, industrial ergonomics, organisational processes and individual actions.

Allwin believes in spreading the culture of accident prevention and risk awareness among workers, and actively promotes this culture through special training and informative courses. Employees must consider themselves personally responsible and thus adopt all preventative and behavioural measures outlined by Allwin for the protection of their health and safety, as disseminated through specific directives, instructions, training and information. Employees shall not expose themselves or other workers to hazards that may cause injury or damage.

Environmental protection in the working processes

Allwin believes that environmental protection is a key factor to be fostered in the general approach to the Company's activities.

Allwin undertakes to continuously improve the environmental performance of its production processes and to meet all the key legislative and regulatory provisions regulating this matter. This includes the development and extension of an effective certified

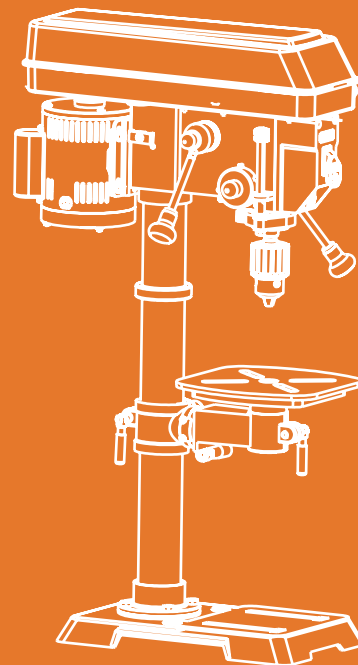
Environmental Management System (EMS) based on the fundamental principles of minimising environmental impact and optimising the use of resources.

Allwin stimulates and encourages employees to actively participate in implementing these principles by disseminating information and providing regular training courses, and thus expects employees to play an active part in applying these principles in their jobs.

Environmental impact and product safety

Allwin undertakes to develop and implement innovative technical solutions that minimise environmental impact and maximise safety.

Allwin undertakes to manufacture and sell products that comply with the highest standards in terms of environmental performance and safety in full compliance with legislative and regulatory requirements.



工作场所的健康和安全

奥文认可工作场所的健康和安全是雇员的基本权利之一，并作为一个公司可持续性发展的重要因素。奥文一切决策都应关注工作场所内人员的健康和安全。

奥文已采取并持续改进工作场所健康和安全的有效政策，建立于安全管理系统(SMS)的发展，内容主要关于个人和公司预防措施，以降低工作场所内人员的受伤和 / 或受压潜在风险。奥文公司决意承诺最佳的工业工作条件，且依据卫生原则、工业工效原则、组织程序和独立行动原则去执行。

奥文相信，向工作人员传播意外预防及危机意识的文化，并通过特别的培训和信息化课程，将可积极促进该文化氛围发展。雇员同时应对自己负责，采取一切公司制定关于其健康和安全保护的预防和行为措施，这些都会通过既定的指引、指示、培训和信息传播，雇员不应置身自身或其它工作人员于受伤或损害的危险之下。

工作流程的环境保护

奥文相信环保是公司活动中一个常规方针最为关键之因素。

奥文承担公司的生产流程中环保性能的持续改进，并力求满足相关的主要法律和管理规定，其中包括以影响环境最小化、资源最优化为基础原则，有效的认证环境管理系统（EMS）的发展和延伸。

公司激励和鼓励员工积极参与执行这些原则，通过传播信息和提供定期培训，并且由经验员工担当指导角色，在工作过程中积极实施这些原则。

环境影响和产品安全

奥文致力发展和执行环境影响最小化和安全最大化的创新技术。

奥文按照环保性能的最高级别标准以进行生产和销售产品，确保安全方面符合法律和管理要求。

5

METHODS OF IMPLEMENTATION, DISTRIBUTION AND CONTROL



执行、分发和控制方法

All Companies undertake to ensure compliance with the Code of Ethics and will carry out activities to monitor and control implementation of the Code of Ethics.

In more detail:

- the implementation of the Code of Ethics by all addressees will be constantly monitored and any comments or suggestions will be welcome;
- Any conduct not in line with the Code of Ethics must be analysed and corrected;
- programmes will be drawn up for training and dissemination of the Code.

Control, reporting and violations

Allwin encourages its employees to request clarification regarding the Code – through their line managers – from the competent HR department or directly from a dedicated personal and confidential mail GM@allwin-motor.com, in any situation where they have doubts as to the most appropriate conduct. All requests for clarification must receive timely replies without employees being exposed to the risk of any form of retaliation whatsoever, direct or indirect.

It is compulsory to comply with the policies contained in this Code.

Every company department supervises and guarantees compliance of its actions and activities in compliance with the principles and rules of conduct set forth in this Code.

Each department is also responsible for the line controls within their responsibility, and of recording and reporting any noncompliance that may arise in the department.

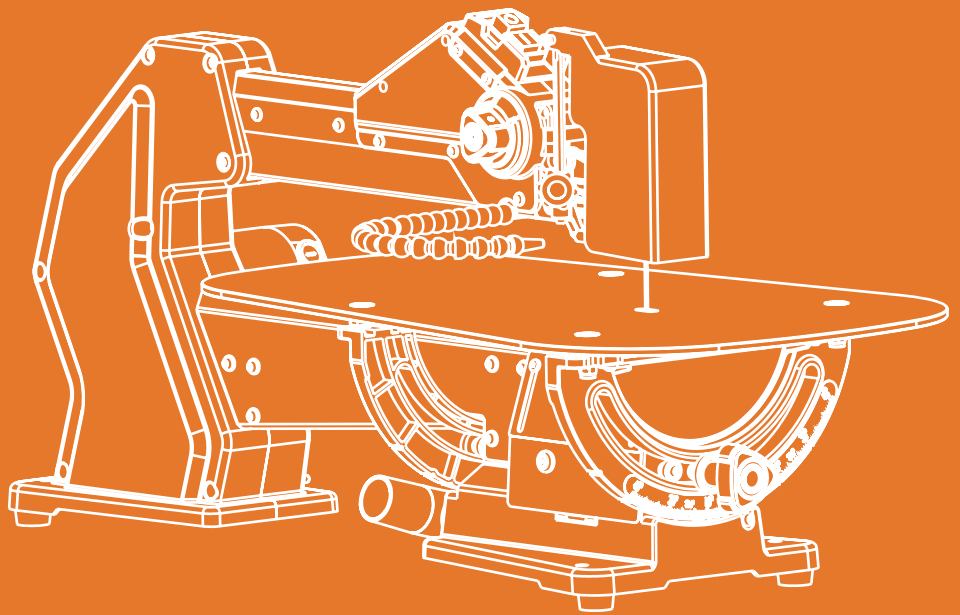
Any employee that violates a Allwin policy, or consciously authorises a violation, shall be subject to disciplinary action and – in proportion to the seriousness of the violations committed – to the application of disciplinary measures, including dismissal and repayment to Allwin of any losses deriving from their actions.

Furthermore, if there are sufficient grounds, a violation of the Code of Ethics may also result in Allwin taking legal action against the employee, or filing a report with the relevant authorities.

Distribution of the Code

Allwin undertakes to organise in-house training courses on the Code and its values at all levels.

The Code of Ethics is published on the corporate Intranet, Allwin website www.allwinpowertool.com and is given to all new employees when they join Allwin.



奥文属下所有公司都应确保员工遵守本道德规范，同时执行活动以监控和控制道德规范的执行情况。

细化内容：

- 应该经常性监查本道德规范的执行情况，并欢迎任何评论或建议；
- 不符合道德规范的任何操作行为，都应作分析和修正；
- 应该拟定培训及宣传规范内容的计划

控制、报告和违反

奥文鼓励雇员提出规范的释法申请 — 通过其直系管理层 — 有能力的人力资源部门或直接通过指定人员和保密邮箱 GM@allwin-motor.com，无论何种情况下，针对疑问处可导向最合适的行为。

一切对规范的解释申请，都应获得实时回复，且雇员不会被曝光，遭受直接或间接的报复风险。

必须按本规范内列明政策以执行。各公司部门监管和保证其行为和活动能符合原则和本道德规范的设定以执行规定。

各部门也负责在职责范围内的控制，记录和报告任何部门内产生的不符合点。

任何雇员违反奥文政策、或意识上认定的违反行为，都应予以纪律处分和 – 视违反严重程度而定 – 纪律处分执行方法，包括解雇和因其行为引致奥文损失的赔款。

此外，在有充分证据条件下，违反道德规范，可令奥文向该雇员提请法律诉讼，或与相关的认证机构编写报告。

规范分发

奥文应组织关于规范的内部培训课程，全面介绍规范章程的价值。

道德规范将于公司网站上公布，奥文网站为：www.allwinpowertool.com，新员工入职时应授予本规范。

