

Code of Conduct Corruption Prevention and Fairness in Competition

反腐败与公平竞争 行为准则

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Foreword by the Executive Management 行政管理作的序言

The Code of Conduct of the DRÄXLMAIER Group defines the standards that we take as a basis for our ethical conduct. We thereby want to ensure mutual respect, honesty and fairness in dealing with our business partners and suppliers.

德科斯米尔集团行为准则规定了我公司遵守职业道德的基本标准，确保在与商务伙伴和供应商的商业往来中，相互尊重、诚实以待、公平交易。

This Code applies for all the corporate activities of the DRÄXLMAIER Group worldwide. It takes the diversity of cultures and values of people all over the world into account and is a clear commitment to the social responsibility of our globally operating family-owned company.

本准则适用于德科斯米尔集团全球所有企业的活动。本准则已将世界各地企业在文化和价值观方面存在的多样性问题考虑在内，是本集团对全球经营的家族型企业应秉持的社会责任的明确承诺。

In order to maintain the excellent reputation our organization has among customers, business partners and the public, flawless, responsible conduct by each and every person is essential.

为保持本组织在客户、商业伙伴和公众当中享有的良好声誉，每个人的行为必需无可挑剔、认真负责。

The Code of Conduct of the DRÄXLMAIER Group is binding for all our suppliers and service providers.

德科斯米尔集团的行为准则对公司所有供应商和服务提供商均具约束力。

Adhering to Laws and Directives 遵守法律和指令

The DRÄXLMAIER Group expects all its suppliers and service providers to adhere to the currently applicable legal provisions and operational directives and to respect the values and culture of the countries in which the DRÄXLMAIER Group operates. All the suppliers and service providers are also specially urged to fulfill their obligations in this regard as well.

德科斯米尔集团希望所有供应商和服务提供商遵守现行有效的法律和运营指令，尊重集团运营所在国家的价值观和文化习俗。同时，特别敦请所有供应商和服务提供商，务必认真履行这一义务。

If any queries or doubts should arise on adherence to certain legal or other obligations, all the suppliers and service providers are urged to clarify them with the purchasing organization of the DRÄXLMAIER Group.

在遵守相关法律或义务时，如出现任何质疑或疑虑，请各供应商和服务提供商及时提报集团采购部门，以便解惑、澄清。

Corruption, Bribery, Extortion 腐败、贿赂、勒索

The DRÄXLMAIER Group expects all the suppliers or service providers to refrain from corrupt or comparable illegal behavior and not to tolerate it in their areas of responsibility. This means that benefits or contributions should not be offered or granted in business relations for the purpose of getting people to carry out illegal or unfair action. The employees of the DRÄXLMAIER Group are expected to inform the Purchasing organization of the DRÄXLMAIER Group and their immediate supervisors of any offers in the aforementioned sense without delay. This also applies to cases of extortion.

德科斯米尔集团希望所有供应商和服务提供商杜绝腐败行为或类似非法行为，不得容忍其责任范围内发生的此类行为。此项规定的意义在于：在任何商务往来中，不得为促使他人实施违法或不公平的行为而提供或给予利益或资助。德科斯米尔集团所有员工必须及时向集团采购部门及其直接主管汇报上述行为以及任何敲诈勒索行为。

In the same way, suppliers and service providers are expected to refrain from behavior that endangers the property or assets of the DRÄXLMAIER Group or third parties. Corrupt behavior can have extremely grave consequences for the entire DRÄXLMAIER Group and can therefore never be justified by any commercial advantages.

同样，供应商和服务提供商不得实施危害德科斯米尔集团或第三方财产和利益的行为。腐败行为会对整个德科斯米尔集团造成极其严重的后果，因此，无法以任何商业利益证明其正当性。

The DRÄXLMAIER Group expects suppliers or service providers to refrain from using the business relations to demand, accept, gain or approve both externally and internally unjustified advantages or to threaten any illegal disadvantages.

德科斯米尔集团希望供应商和服务提供商杜绝通过业务关系索要、接受、获得或批准任何外部或内部的不当利益或以任何不法侵害相威胁。

Conflicts of Interest 利益冲突

The DRÄXLMAIER Group expects all the employees of The DRÄXLMAIER Group to make their business decisions in the interests of the corporation and focus their action on the same. Personal reasons, personal relationships or personal advantages may not influence decisions and actions that focus on corporate interests.

Conflicts of interest like that may occur in particular when business relationships have to be concluded with family members, relatives or close friends or if business is done in which people like this are substantially involved. Business relationships with such people, suppliers or service providers have to be avoided. In justified exceptional cases, business relations like that may be allowed in consultation with the Purchasing organization of the DRÄXLMAIER Group if the circumstances justifying a possible conflict of interest were disclosed beforehand, tested and if no concerns were raised.

德科斯米尔集团希望旗下所有员工都能根据公司利益做出商业决定，并将该原则诉诸行动。私人原因、私人关系或私人利益不得影响以公司利益为重的决定或行为。特别是与家庭成员、亲属或亲密朋友的商业关系或主要涉及上述人员的商业关系之中，很有可能发生利益冲突。必须避免与上述人员、供应商或服务提供商建立业务关系。在合理的例外情况下，如果可能导致利益冲突的情形得以预先披露并通过审核排除了利益冲突的可能性，在征得德科斯米尔集团采购部门的同意后，方可建立此类业务关系。

Gifts and other Benefits, Invitations, 礼物与其他利益、邀请、资助

The DRÄXLMAIER Group expects its employees and the employees of suppliers and service providers to refrain from accepting or granting gifts or other benefits if they are inappropriate and unacceptable within the scope of usual business transactions in compliance with customary practices. Under no circumstances may benefits be connected with demanding or granting return services. The afore-mentioned principles apply to invitations or other events accordingly. Events like that always have to correspond to the occasion of the transaction and be regarded as being customary. Invitations to employees of The DRÄXLMAIER Group to events that violate the laws or intercompany directives or that are illegitimate or indecent according to common opinion may be neither accepted nor expressed. Accepting or granting benefits or invitations to employees of The DRÄXLMAIER Group should be refrained from, even if it leads to just a trace of binding dependence or dishonesty. In cases of doubt, the award or benefit has to be agreed to with the Purchasing organization of The DRÄXLMAIER Group and approved beforehand.

德科斯米尔集团期望公司员工和供应商及服务提供商的员工在符合惯例的情况下务必避免在商业交易范围内接受或给予不适当的、或不可接受的礼物，或其他利益。在任何情况下都不得以要求或同意回报服务为目的而给与利益。上述原则同样适用于宴请或其他活动。此类事件必须始终与交易的时机相契合并符合惯例。不得邀请德科斯米尔集团员工参加违反法律或公司内部指令的活动以及不合法的或通常被视为不雅的行为，德科斯米尔员工亦不得接受上述邀请。即使此类利益输送或邀请仅会在很小的程度上影响到独立性或导致不诚实的行为，也不得向德科斯米尔集团的员工实施上述行为。如有疑问，

必须与德科斯米尔集团的采购部门就奖励或利益输送达成一致，并获得事先批准。

Fair Competition 公平竞争

We expect all the employees of The DRÄXLMAIER Group and all the suppliers and service providers to adhere to the rules of competition in their areas of responsibility. Antitrust agreements with competitors, for example on prices or other conditions, are forbidden. The DRÄXLMAIER Group is committed to fair competition. Unfair practices are not permitted. Suppliers and service providers are assigned according to objective, transparent criteria. Obviously arbitrary reasons may not play a part in the selection. Furthermore, The DRÄXLMAIER Group focuses on the following basic principles and also expects the same from suppliers and service providers:

我们期望德科斯米尔集团员工及所有供应商和服务提供商的员工务必遵守其责任范围内的竞争规则。禁止与竞争对手签订涉及价格或其它条款的垄断协议。集团致力于公平竞争，禁止有失公平的行为。集团本着客观、公开的标准甄选供应商和服务提供商，禁止随意性。此外，集团遵循以下基本原则，并期望供应商和服务提供商同样能够遵循：

The DRÄXLMAIER Group

- Will obtain information on suppliers, service providers and competitors by fair means only.
- Will speak of suppliers, service providers and competitors with fairness only and will behave accordingly, e.g. no discrimination of competitors, no disparagement of their products and no damage to their reputation.
- Will conclude all agreements with suppliers and service providers in writing.
- Will adhere to all the contractual agreements.
- Will respect legally valid industrial property rights (patents, registered designs, brands and designs) and copyrights of third parties.

德科斯米尔集团将会：

- 仅以公平方式获得关于供应商、服务提供商和竞争对手的信息。
- 仅公平地谈及供应商、服务提供商和竞争对手，并付诸于行动，例如不歧视竞争对手、不贬低其产品、不诋毁其商誉。
- 以书面形式与供应商和服务提供商达成所有协议。
- 遵守所有合同协议。
- 尊重合法有效的工业产权（专利、注册的设计、品牌及设计）和第三方的著作权。

Information Security 信息安全

The DRÄXLMAIER Group expects all the suppliers or service providers to maintain the information security based on the international standard DIN/ISO 27001. The basic protection objectives of confidentiality,

integrity and availability create the framework for fulfilling our corporate task while at the same time maintaining profitability. This specifically means protection the intellectual property of the DRÄXLMAIER Group and that of our customers and partners against data abuse, cybercrime attacks and data destruction. In doing so, we also specifically safeguard the values of our customers with regards to design, research, development and prototypes.

德科斯米尔集团希望所有供应商和服务提供商能够根据国际标准 DIN / ISO 27001 来维护信息安全。保密性、完整性和可用性的基本保护目标为我们在保持盈利能力的同时履行企业职责提供了依据，具体包括：保护德科斯米尔集团及其客户和合作伙伴的知识产权，避免数据滥用、网络犯罪攻击和数据破坏。就此而言，我们还特别保护客户的设计、研究、开发和样本所具有的价值。

Area of Application **适用范围**

The contents of these guiding principles apply for all the employees and for suppliers and service providers of the companies of the DRÄXLMAIER Group worldwide.

上述指导原则的内容适用于全球德科斯米尔集团公司的所有员工及供应商和服务提供商。

Assistance, Monitoring and Penalties **帮助、监督和处罚**

The Purchasing organization of the DRÄXLMAIER Group is committed to ensuring that all suppliers or service providers receive the required support in implementing the afore-mentioned principles of conduct in their areas of responsibility. All members of the management of the DRÄXLMAIER Group are particularly urged to support their suppliers or service providers, accept suggestions and clarify individual queries on the basis of the principles of conduct and/or to implement action. In the event that any employees of suppliers or service providers acquire knowledge of violations against these principles of conduct or against any effective laws and regulations by employees or members of the management of the DRÄXLMAIER Group, the DRÄXLMAIER Group expects the suppliers and service providers to inform the Purchasing organization of the DRÄXLMAIER Group thereof without delay. Information shall remain confidential and anonymous if so requested by those involved. Adherence to the applicable provisions, directives and these principles of conduct is essential for business relations with the DRÄXLMAIER Group. Violations by individuals may have far-reaching, serious consequences for suppliers and service providers.

德科斯米尔集团采购组织致力于确保所有供应商或服务提供商在其责任范围内履行上述行为准则时获得所要支持。特别敦促德科斯米尔集团管理层的所有成员，根据行为准则支持他们的供应商或服务提供商、接受建议并澄清个别疑问与/或采取行动。如果供应商或服务提供商的任何员工获悉德科斯米尔集团的员工或管理层的成员

违反本行为准则，或违反任何现行有效法律法规，德科斯米尔集团希望供应商和服务提供商及时通知德科斯米尔集团采购部门。根据相关人员的要求，信息将被保密并确保其匿名。遵守现行有效的规定、指令及本行为准则对于与德科斯米尔集团的业务关系至关重要。任何人的违规行为都可能对供应商和服务提供商产生深远的影响和严重的后果。

Organization **组织**

As a supplier or service provider of the DRÄXLMAIER Group, please contact your responsible contact person in the Purchasing organization for any questions on the responsible person in connection with this Code of Conduct.

作为德科斯米尔集团的供应商和服务提供商，有关与本行为准则相关的任何问题，请联系您在采购部门中的负责联系人。

Our Governance function in Purchasing is available to clarify any individual cases.

我们的采购合规部将澄清任何个案。

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This Code of Conduct of the DRÄXLMAIER Group is written in both English and Chinese. In the event of any conflict between the two versions, the English version shall prevail.

德科斯米尔集团本行为准则以中英文拟定，若两种版本之间发生冲突，应以英文版本为准。