

蜂巢能源全球通用合规准则

Svolt Energy Global Compliance Guiding Principles

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概述

Introduction

定位

Status

本《准则》是一切合规工作开展的总的纲领性文件，是公司全面依法经营的行动指南和基本准则，是制定其他合规政策、业务规范的基础和依据。

This document of "Principles" is the framework for carrying out all compliance work. It stands as the action guide and basic principles for our comprehensive operation in accordance with law, and is also the basis on which other Svolt compliance policies and business code are prescribed.

适用范围

Scope

本《准则》适用于蜂巢能源科技股份有限公司及全球分子公司。此外，海外派出人员还应遵守被派驻单位的合规管理要求，其他参控股公司及其员工参照适用；对于代表或以公司名义工作或与公司合作的第三方，接口部门应确保其了解并承诺遵守本《准则》要求。

These "Principles" are applicable to Svolt Energy Technology Co., Ltd., as well as its branches and subsidiaries at home and abroad. In addition, the personnel dispatched overseas shall also fulfill and enforce the compliance management requirements of the company in which they are assigned. The "Principles" are also applicable to other controlled companies and their employees. All liaison offices should ensure that third parties working on behalf of/ in the name of, or in cooperation with the company are aware of the requirements of these "Principles" and promise to comply with them.

制定依据

Formulation basis

参照《ISO 37301:2021 合规管理体系要求及使用指南》、《企业境外经营合规管理指引》、《合规管理体系指南》制定。

These Principles are formulated with reference to:

ISO 37301:2021 Compliance management systems-Requirements with guidance for use, Guidelines on Compliance Management for Enterprises Operating Overseas of China, and Compliance management systems-Guidelines.

责任主体

Accountability

公司各单位/部门最高领导作为合规第一负责人，应对管理层和关键岗位人员定期进行合规评价，并将评价结果作为管理层任用、员工评优和奖惩的重要依据。蜂巢能源所有员工都应接受合规培训，并将获得基本合规文件。

Business and function heads are ultimately accountable for the compliance practice. The management and key position holders must undertake regular compliance evaluations and have their appointments, appraisals, rewards and punishments based on the evaluation results. All Svolt staff shall accept compliance trainings and will have access to basic compliance documents.

术语定义

Terms and definitions

合规:是指公司及其员工的经营管理行为符合法律法规、监管规定、行业准则和公司章程、规章制度以及国际条约, 以及全球通行商业惯例的其他规则和要求。

Compliance means that the operation and management behaviors of the enterprise and its employees comply with laws, regulations, regulatory provisions, industry standards, company constitutions, international treaties, and other rules, requirements and universal values of good and fair business practice.

合规风险:是指公司及其员工因不合规行为, 引发法律责任、受到相关处罚、造成经济或声誉损失以及其他负面影响的可能性。

Compliance risk means the possibility of legal liability, punishment, economic or reputation loss and other negative effects caused by the non-compliance behavior of the enterprise and its employees.

合规管理:是指以有效防控合规风险为目的, 以公司和员工经营管理行为为对象, 开展包括制度制定、风险识别、合规审查、风险应对、责任追究、考核评价、合规培训等有组织、有计划的管理活动。

Compliance management means the organized and planned management activities targeting at the operation and management behaviors of enterprises and employee including system formulation, risk identification, compliance review, risk response, responsibility investigation, compliance evaluation and training with the purpose of effective prevention and control of compliance risks.

合规法务部具有本准则的解释权, 对本《准则》的相关疑问或违反本《准则》的争议须向合规法务部报告。在准则执行过程中, 公司会根据外部监管环境变化和内部管理需求, 对手册进行更新完善并及时发布最新版本。

The Svolt Legal and Compliance Department has the authority to interpret the Principles and shall be addressed in case of questions and with the proceeding of compliance cases when there is allegation of breach of compliance Principles. During the implementation of the Principles, the company will update the document in a timely manner, in accordance with changes in the external regulatory environment and internal management needs.

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准则

Principles

一、公司治理和经营

I. Corporate Governance and Operations

公司需确保透明度和责任制，建立有效的董事会结构和独立监管机构，以监督公司决策过程和管理层行为。建立健全公司全球合规管理体系，保障体系、制度刚性执行，积极防范重大合规风险。公司做出重大决策前应进行合法合规性论证。

Transparency and accountability throughout the company shall be ensured. The company shall establish an effective board structure and an independent supervisory council to oversee the decision-making processes and management behaviors, and establish a sound global compliance management system centred on the company constitution in force to proactively prevent and control major risks. Any vital decision should undergo legality and compliance check before coming into effect.

二、商务行为合规

II. Business Activities Compliance

1、商业伙伴诚信 Business Partner Integrity

公司坚持平等互利、合作共赢理念，与合规、诚信、守法的商业伙伴建立合作关系。严格审查合作伙伴的资质信用，不与有失信、违规、违法行为和记录的商业伙伴发生业务往来；积极向商业伙伴传递公司合规理念及要求，在商业合同中明确合规内容和条款，要求商业伙伴做出必要合规承诺。

Following the philosophy of mutual-benefit and win-win cooperation, the company shall enter into business relationships with those compliant, honest and law-abiding partners. We ought to examine the qualification and credibility of our partners strictly and should not engage in business dealings with those who have a record of serious default or violation of business rules and laws. We should actively convey our compliance philosophy and requirements to business partners, specify the compliance content and clauses in the business contracts, and require our business partners to make necessary compliance commitments.

2、反贿赂与反腐败 Anti-Bribery and Anti-Corruption

公司坚决反对贿赂和腐败行为，禁止为获取商业机会和利益给予他人好处，禁止任何员工在商业活动中收受、索取他人好处。该好处既包括直接给付和收受，也包括通过第三方给付和收受现金、有价证券、贵重礼品、回扣、旅游、娱乐等费用，以及其他提供工作机会等非财产性利益。

Svolt is firmly opposed to bribery and corruption. In the course of business activities, we have zero tolerance for granting illicit benefits to others for the purpose of obtaining business opportunities and benefits, also for accepting or soliciting illicit benefits from others. Such illicit benefits include giving and receiving, whether directly or through intermediaries, cash, securities, valuable gifts, rebates,

travelling or entertainment expenses, and other non-property benefits such as the provision of job opportunities.

根据国际及公司所在国家反腐败法律规定，向政府官员、公务员或可能影响政府决策的任何其他人员提供贿赂、回扣、不正当的现金付款、有价的物品等属于禁止行为，其中包括直接或间接的付款提议、承诺，避免招致高额罚款、法律诉讼及对公司声誉的损害。

Under international and national anti-corruption laws, it is prohibited to offer or promise, whether directly or indirectly, bribes, rebates, improper cash payments, items of value, offers and promises of payment, to government officials, civil servants, or any others who may influence governmental decisions, thereby avoiding the risk of incurring fines, lawsuits, and damage to the company's reputation.

3、反垄断与反不正当竞争 Anti-Trust and Prohibition of Unfair Competition

公司致力于营造公平、公开、诚信、自由的营商环境，严格遵守业务所在国家（地区）反垄断/反不正当竞争法律法规的规定，在法律框架内进行良性竞争，自觉避免垄断行为。公司禁止与竞争者达成排除或限制竞争的垄断协议、与竞争者分享或讨论任何竞争性敏感信息、滥用市场支配地位；禁止不正当使用其他公司的商业秘密或品牌、诋毁竞争者、销售仿冒品等不公平的竞争行为。

We are committed to creating a fair, open, honest and free business environment. Svolt strictly abides by the provisions of antitrust laws and regulations of the countries (regions) in which it operates, engages in healthy competition within the bounds of applicable law, and averts monopolistic behavior. The company should refrain from entering into monopoly agreements with competitors that exclude or restrict competition, sharing or discussing any competition-related sensitive information with competitors, or abusing its dominant market position. Unfair competitive behaviors such as infringement of trade secrets or brands of other enterprises, defamation of competitors, and sale of counterfeit products are forbidden.

4、经济制裁与出口管制 Trade Sanctions and Export Regulations

公司遵守经营及国际贸易业务所在国(地区)适用的经济制裁、出口管制及海关法律法规。涉及货物、服务、硬件、软件或技术进出口业务的人员,开展业务过程中应当遵循公司制定的相关合规政策。

The company complies with the sanction acts, trade control and customs regulations of the country (region) where it operates and conducts international trade. Employees dealing with the international trade of goods, services, hardware, software or technology shall obey relevant compliance policies of the company while carrying out their business.

5、反洗钱 Anti-Money Laundering

公司要与资金来源合法且声誉良好的合作伙伴经营来往，避免与涉嫌洗钱的交易方交易。公司应遵守业务所在国(地区)反洗钱的法律、法规和规定，绝不参与洗钱行为，绝不为他人洗钱行为提供帮助和便利。

The company shall work with partners with legitimate sources of funds and good reputation, and avoid transactions with trading parties suspected of money-laundering. The company shall comply with the anti-money laundering laws, regulations and provisions of the countries (regions) in which it operates, and never participate in money-laundering or provide assistance and facilitation for others to launder money.

6、国际经营与投资 **International Operations and Investments**

公司、员工遵守国际规则和业务所在国(地区)法律法规, 尊重当地文化、宗教、习俗。公司遵守、执行中国政府和业务所在国(地区)有关产业政策、国家安全审查的法律、法规和措施, 严禁开展列入政府负面清单禁止类的投资项目。

The company should abide by international rules and the laws and regulations of the countries (regions) in which it operates, and treat local culture, religion and customs with respect. The company need to adhere to the laws, regulations and measures regarding industrial policy and national security review of the Chinese government and the countries (regions) where it operates, and must not carry out investment projects listed in the prohibited categories of the government's Negative List.

7、政府与社区关系 **Relations with Governments and Communities**

公司注重与政府在合法合规的前提下相互支持、友好合作。公司在业务中重视并兼顾所在地社区公共利益, 使社区从公司的经营行为中受益。

The company values the mutual support and friendly interaction with governments in a legal and compliant manner. We attaches importance to the public interests of the local communities in our operations, and strive for benefiting the communities from our business behaviors.

8、捐赠和赞助 **Endowment and Sponsorship**

为履行社会责任, 公司可以向教育、科学、社会福利事业等项目捐赠款物。为获得宣传公司品牌的机会可进行赞助。捐赠和赞助必须透明合法, 不得以谋取不当利益或其他不合理原因为目的对外捐赠和赞助。

In order to fulfil our social responsibility, the company may donate money and materials to projects in education, science, social welfare undertakings, and so on. Sponsorship may be made for the purpose of promotion. Donations and sponsorship ought to be transparent and legal, and must not be made for the purpose of gaining undue benefits or other unreasonable causes.

三、数据安全

III. Data Security

1、保护公司信息数据安全 **Corporate Data Protection**

公司应统筹规划数据保护系统的建设, 加强数据应用过程的数据安全和信息保障, 避免公司及客户信息泄露。我们须严格遵守与合作方签订的保密协议, 并对保密信息进行规范、谨慎的管理。

The company shall programme the building of the data protection system so as to strengthen the data security while processing, and to avoid the information leakage of the company and its clients. We shall strictly comply with the confidentiality agreements signed with our co-operative partners and manage the confidential information in a standardized and prudent manner.

2、保护个人数据信息 **Personal Data Protection**

个人信息仅在所属国家(地区)法律允许或经数据主体许可的情况下方可被收集、存储、使用或传输。公司在处理客户、员工和商业伙伴的个人信息时, 均应遵循合法、正当、必要的原则, 并遵守适用的个人数据保护法律法规。

Personal data shall be collected, stored, used or transmitted only as permitted by the laws of the country (region) to which it belongs or as permitted by the consent of the data subject. The company shall follow the principles of lawfulness, legitimacy and necessity as well as applicable personal data protection laws and regulations when handling personal information of customers, employees and business partners.

四、知识产权与商业秘密

IV. Intellectual Property and Trade Secret

1、保护知识产权 Intellectual Property Protection

发明、实用新型、外观设计、著作权、商标、域名等知识产权均为公司核心资产。公司积极将研发等活动创造出来的成果转成知识产权，同时尊重并避免侵犯他人知识产权。

Intellectual property rights such as inventions, utility models, designs, copyrights, trademarks, domain names, etc. are the core property of the company. The company should actively convert the results created by R&D and other activities into intellectual property rights, while respecting and avoiding infringement of others' intellectual property rights.

2、保守商业秘密 Trade Secrets Preservation

公司应不断完善保密管理体系，提升员工的保密意识，采取有效措施预防员工侵犯公司商业秘密。

The company shall continuously improve the confidentiality management system, enhance the employees' awareness of confidentiality, and take effective measures to prevent employees from infringing on the company's trade secrets.

五、产品质量合规

V. Quality Compliance

公司视质量为生命，持续完善质量管理体系，确保稳定提供满足顾客及法律法规要求的产品和服务，增强顾客满意度。

Svolt regards quality as life. We promise to continuously improve the quality management system and ensure providing products and services that steadily meet the requirements of customers and regulations, so as to enhance customer satisfaction.

六、ESG 管理

VI. ESG Management

公司注重提高 ESG 管理水平，切实践行 ESG 发展理念，增强 ESG 信息披露质量，定期、全面、披露 ESG 报告，使利益相关方更加充分了解公司 ESG 履责表现。

The company lays emphasis on the improvement of the ESG management. We effectively practice the concept of ESG development, and enhance the quality of ESG information disclosure. The company shall disclose ESG reports regularly and comprehensively, so that stakeholders can be well informed of its ESG performance.

七、劳动用工与员工行为合规

VII. Employment and Working Compliance

1、劳动用工合规 **Duty of the Employer**

公司关爱员工，保障、维护员工合法权益，遵守人权保护法律法规、国家人权行动计划以及国际人权公约，自觉抵制任何漠视与践踏人权的行爲，不以任何非法理由和手段限制员工对新工作的选择，不以任何非法方式限制员工的人身自由，杜绝任何理由的强迫劳动。

The company shall care for its employees, protect and safeguard their legitimate rights and interests, adhering to human rights protection laws and regulations, National Human Rights Action Plan of China as well as international human rights conventions. The company should consciously resist any disregard and abuse of human rights, avoid restricting employees' personal liberty or choice of new jobs on any illegal grounds and means, and eradicate forced labor.

严禁性别、民族、种族、宗教、国籍、地区等就业歧视。严格遵守当地劳动、就业和社会保障法律法规，依法与劳动者签订、履行、变更、解除或终止劳动合同，不聘用童工、依法依规支付员工薪酬。

Employment discrimination based on gender, ethnicity, race, religion, nationality, region, etc. is strictly prohibited. The company shall rigorously abide by local labor, employment and social security laws and regulations, lawfully sign, perform, change, cancel or terminate employment contracts with employees, and pay salaries and remunerations as required by legit contracts. No child labor is allowed.

2、员工行为合规 **Ethics of Employees**

员工应履行对公司的忠诚义务，不做任何损害公司声誉和利益的行为；遵守国家法律法规、公司规章制度、劳动纪律和职业道德，勤勉尽责，按时完成工作任务，自觉接受领导管理。

Employees shall fulfill their duty of loyalty to the company and refrain from doing anything that would damage the company's reputation and interests. They shall abide by national laws and regulations, the company's rules, labor disciplines and professional ethics, and work diligently and conscientiously to complete their work assignments on time and obey their leaders' management.

员工需遵守公司行为规范，尊重他人的民族习俗、宗教信仰和个人隐私，避免冒犯、侮辱和骚扰他人的语言和行爲，不故意传播谣言或其他诽谤性、歧视性信息。

Employees are required to comply with the company's code of conduct and respect for others' ethnic customs, religious beliefs and personal privacy, shall not speak any words or commit any actions which could be offensive, humiliating or harassing, and must refrain from spreading rumors or any other defamatory or discriminatory information.

3、避免利益冲突 **Avoid Conflict of Interests**

员工应按照公司要求，正确处理个人与公司的利益关系，避免利益冲突的情形发生。员工在代表公司活动前应获得充分授权，不得在与公司有业务交易或有竞争关系的机构中享有个人经济利益。

Employees should properly handle the relation between their personal interests and those of the company, to avoid the conflicts of interest. Before employees conduct any activities on behalf of the company,

proper approval or authorization must be obtained. Everyone shall not enjoy personal economic interests in the organization that has business or competitive relations with the company.

八、资产安全与财税合规

VIII. Asset Security and Finance&Tax Compliance

1、正确使用和保护公司资产 Asset Protection and Proper Use

员工应保护公司资产，包括声誉、知识产权、信息、产品、房产和其他各类资产，使公司的资产免受损失及滥用。员工只能以完成其工作、开展公司业务为目的使用公司资产，公司资产未经授权任何人不得随意使用和处置。

Employees shall protect corporate assets against loss and abuse, including reputation, intellectual property, information, products, real estate and other types of assets. Employees can only use the corporate assets for the purpose of completing their work and carrying out the company's business, and shall not be used and disposed of by anyone without authorization.

2、财务及税务合规 Finance and Tax Compliance

财务报告须真实、准确，不能隐瞒、伪造、篡改有关财务记录，或者编造、提供、披露虚假财务报告。

We must provide financial reports as true and accurate, and there must be no concealment, falsification or alteration of relevant financial records, nor fabrication, provision or disclosure of false financial reports.

严格遵守公司所在国家及地区的税收法规，不能出现偷税、漏税等违法行为。

We shall strictly abide by the tax regulations of the country and region where the company is located, and cannot engage in tax evasion or other illegal acts.

九、举报与合规指导

IX. Whistleblowing and Compliance Guidance

公司应在内部设置举报途径，方式不限于电话、电子邮箱、信箱、线上交流软件等。上述方式需在公司官方网站或开放区域公示。

The company shall set up internal whistleblowing channels in ways of hotline, email, post, online message software, etc. The means above shall be made public on the official website and open areas.

公司应制定系统的合规培训计划，公示官方合规指导的联系方式，使员工及商业合作伙伴知悉相关要求并有途径寻求合规指导。

The company shall lay down a systematic compliance training programme. The contacts of the official compliance guidance shall be made public, so that all employees and business partners are aware of the relevant requirements and have an approach to compliance guidance.