

PWO Business Partner Code of Conduct PWO商业伙伴行为准则

Progress-Werk Oberkirch AG, including its affiliates as defined by § 15 of the German Companies Act (AktG) (jointly referred to as “PWO” or the “Group”), is a partner to the global automotive industry for the development and production of advanced metal components and subsystems using lightweight construction. Since PWO was founded in 1919, the Group has developed a unique knowledge in metal forming and joining. With our expertise in cost-optimized lightweight construction, we contribute to environmentally friendly driving and greater distances.

Progress-Werk Oberkirch AG (包括其依据《德国公司法》(AktG)第15条规定的关联方, 合称“PWO”或“集团”), 作为全球汽车工业的伙伴, 专注先进金属部件与子系统轻量构造技术的研发与生产。自1919年PWO成立以来, 集团在金属成形和金属接合的领域积累了独特的知识。凭借着成本优化型轻量构造方面的专业能力, 我们在环境友好驾驶和超长距离驾驶方面卓有成就。

Basic Principle of Our Business Activities

我司商业活动的基本原则

For a successful company rich in tradition like PWO, acting in compliance with the law is a matter of course. To safeguard and deepen trust in the Group’s management among shareholders, employees, customers and suppliers, as well as among the public, we are committed to responsible corporate governance. We are true to our corporate mission in conducting our business with integrity and in compliance with ethical standards. This basic principle is the foundation of our activities and an essential factor when it comes to securing our company’s long-term, sustainable success for the future.

对于PWO这样历史悠久的成功公司来说, 遵守法律是理所当然的。为了保障并加深股东、员工、客户和供应商及公众对集团管理层的信任, 我们致力于责任型公司治理, 以诚实正直、合乎道德标准的方式经营公司业务, 履行公司使命。这是我们行事的基本原则, 也是保证公司长盛不衰的重要因素。

The above-noted principle is also reflected in our Code of Conduct, which serves as a guideline and standard for our managers and employees. We also expect our business partners to follow the principles defined in this Business Partner Code of Conduct. The Code of Conduct and the PWO Business Partner Code of Conduct have been published at <https://www.progress-werk.de/en/group/corporate-governance/principles-of-conduct/>. This PWO Business Partner Code of Conduct goes beyond mere compliance with laws and regulations. We consider it an indispensable condition for the selection and appraisal of, and for our collaboration with, our business partners that they act in conformity with all applicable laws and observe ethical standards, also take this into account in selecting their business partners and work towards realizing this basic understanding throughout PWO's entire supply chain. Any statutory national, supranational or international laws and regulations remain in force where applicable and take precedence over this Business Partner Code of Conduct wherever they set higher standards in individual cases. In case of lower standards, the Business Partner Code of Conduct shall take precedence.

上述原则也体现在我们的《行为准则》中, 《行为准则》是我们对经理和员工的引导和标准。我们也期望我们的商业伙伴遵循本《PWO商业伙伴行为准则》中规定的原则。《行为准则》和《PWO商业伙伴行为准则》已载于: <https://www.progress-werk.de/en/group/corporate-governance/principles-of-conduct/>。本《PWO商业伙伴行为准则》不仅仅包括遵守法律法规。我们认为, 我们商业伙伴的行为必须遵守所有适用的法律以及道德标准, 而其在选择自身商业伙伴时亦须考虑这一点, 并努力在PWO的整个供应链中实现这一基本认识。这是我们选择和评估商业伙伴以及与其合作的一个不可或缺的条件。在任何情况下, 适用现行有效的国内、超国家或国际法律和法规。如果在个别情况下, 相关法律法规规定了更高的标准, 则其优先于本《PWO商业伙伴行为准则》, 而在相关法律法规的标准较低时, 则优先适用本《PWO商业伙伴行为守则》。

1. Behaving with Integrity in All Business Activities

在所有商业活动中诚实廉洁行事

Prohibition of Corruption and Bribery

严禁腐败与贿赂

Corruption is prohibited by international conventions (e.g., the principles of the UN Global Compact and the UN Conventions against Corruption) and national laws.

国际公约（如《联合国全球契约》与《联合国反腐败公约》原则）和国内法律禁止腐败。

PWO does not tolerate any form of bribery or business practices that may give rise to the impression that there is any impermissible taking of influence or manipulation among both its own employees as well as its business partners.

PWO 不容许任何形式的贿赂或可能造成他人认为 PWO 及其商业伙伴存在任何非法使用影响力或违法操纵行为的商业惯例。

PWO expects that its business partners refrain from offering any advantages whatsoever to third parties and receive neither any direct nor indirect advantages for themselves from others. Likewise, they shall not promise any advantages constituting an illegal action pursuant to the applicable anti-corruption laws.

PWO 期望其商业伙伴不向第三方提供任何形式的好处，且不为己方利益接受他人提供的任何直接或间接的好处。

同样地，根据适用的反腐败法律，PWO 的商业伙伴不得允诺构成非法行为的任何好处。

PWO also expects that its business partners do not tolerate any form of illegal gratuities whatsoever, particularly in business contact with official dignitaries and authorities at home and abroad. They shall likewise ensure the integrity of their employees' conduct and procedures.

此外，PWO 亦期望其商业伙伴不允许任何形式的非法馈赠，尤其是在与国内外政府高官和有关部门进行业务往来时。同样地，PWO 的商业伙伴应确保其员工的行为和办事程序诚实廉洁。

Invitations and Gifts

招待及礼物

In the handling of gratuities, for example in the form of gifts or invitations, the business partner shall pay close attention generally and particularly, with respect to its activity for PWO, to avoid any appearance of impropriety or incorrectness. PWO expects that its business partners do not abuse invitations and gifts for the purpose of exerting influence. Invitations and gifts to PWO employees or persons associated with them shall be granted only if the reason and value is appropriate, i.e., if they are of low value and if they can be considered as an expression of locally generally accepted business practice. In the same way, business partners shall not solicit any inappropriate advantages from PWO employees.

在处理馈赠物品时，如以礼物或招待的形式给予的馈赠，商业伙伴应对其涉及 PWO 的活动给予通常及特别的密切关注，以避免出现任何不当或错误行为。PWO 期望其商业伙伴不以获取影响力为目的滥用招待及礼物。仅在理由和价值适当的情况下（即价值低，且可被视为当地通常接受的商业惯例表达方式）允许对 PWO 员工或其关联人士进行招待或馈赠礼物。同理，商业伙伴不得向 PWO 员工索要任何不正当好处。

Fair Competition

公平竞争

PWO expects that its business partners act fairly in competition and observe the applicable legal regulations of anti-trust and competition law. Business partners shall neither participate in any agreements with competitors contrary to anti-trust regulations nor take advantage of any possibly existing market-controlling position.

PWO 期望其商业伙伴公平竞争并遵守适用的反垄断和竞争法律法规。商业伙伴不得违反反垄断法规与竞争者缔结任何协议，也不得利用任何可能存在的市场控制地位。

Money Laundering

反洗钱

PWO expects that its business partners observe the relevant legal requirements for the prevention of money laundering, that they do not get involved in money-laundering actions, and that they support the international fight against money laundering.

PWO 期望其商业伙伴遵守相关反洗钱的法律规定，且不得卷入洗钱行为，并支持国际反洗钱斗争。

Avoidance of Conflicts of Interest

避免利益冲突

PWO expects that its business partners make their decisions regarding their business with PWO exclusively on the basis of objective considerations. Conflicts of interest with private or family matters or otherwise with economic or other activities, as well as those of associated persons or entities or other related persons or organizations shall be avoided from the outset.

PWO 期望其商业伙伴仅在客观考虑的基础上就其与 PWO 的业务作出决定，继而从一开始就避免个人或家庭事务或其他经济或其他活动的利益冲突，以及关联人士或实体或其他相关人士或机构的利益冲突。

2. In the Interest of Human Rights

人权利益

PWO expects from its business partners the recognition of the "Universal Charter of Human Rights" of the United Nations, the principles of the UN Global Compact, and the core work standards of the International Labor Organization (ILO), in consideration of the country-specific laws applicable at the different sites. PWO expects its business partners to ensure compliance with fundamental human rights in their business operations in accordance with the applicable national laws and regulations.

鉴于不同地区适用各国的具体法律，PWO 期望其商业伙伴认可联合国《世界人权宣言》、《联合国全球契约》系列原则及国际劳工组织（ILO）的核心工作标准。PWO 期望其商业伙伴根据适用的国内法律法规，在其业务经营过程中保障员工的基本人权。

Child Labor

童工

PWO expects that its business partners prohibit and refrain from any kind of child labor at their companies.

PWO 期望其商业伙伴禁止且避免在其公司内雇佣任何类型的童工。

Discrimination

歧视

PWO expects that its business partners treat their employees fairly and that they prevent discrimination in the hiring of employees as well as in promotions, the remuneration of work of equal value or the provision of training or continued education measures. We expect from each business partner that they do not discriminate against anyone by reason of their gender, skin color, national and ethnic origin, age, citizenship, political opinion, world view, religious affiliation, social origin, health status, disability, or sexual orientation. The rights of indigenous peoples shall be respected and protected by PWO's business partners.

PWO 期望其商业伙伴对员工一视同仁，且禁止在雇佣、晋升、公平薪酬、培训规定或深造举措中歧视对待。我们期望每个商业伙伴不因性别、肤色、民族和种族、年龄、国籍、政治观点、世界观、宗教信仰、社会出身、健康状况、残疾或性取向歧视任何员工。原住民族的权利应得到 PWO 商业伙伴的尊重和保护。

Human Trafficking, Slavery and other forms of Forced Labor

人口贩卖、奴役和其他形式的强迫劳动

PWO prohibits any kind of human trafficking, slavery, forced labor or comparable practices and expects the same from its business partners.

PWO 禁止任何形式的人口贩卖、奴役、强迫劳动或类似做法，并希望其商业伙伴也能这样做。

Freedom of Association

结社自由

PWO expects that its business partners respect the freedom of association as well as the right to form interest groups. Thus, they shall grant the right to their employees under national laws and regulations to represent their interests collectively.

PWO 期望其商业伙伴尊重结社自由和结成利益群体的权利。据此，商业伙伴应根据国内法律法规，授予员工集体代表其利益的权利。

Compensation and Working Hours

补偿及工作时间

PWO expects that its business partners observe the respectively applicable legislation on working hours. Furthermore, it is expected that the employees of our business partners receive compensation that is consistent with the respectively applicable national, provincial and/or state laws.

PWO 期望其商业伙伴遵守各自适用法律关于工作时间的规定。此外，我们期望商业伙伴的员工获得与各自适用的国家、省或州法律相符的补偿。

Health Protection and Work Safety

健康保护及工作安全

PWO expects that its business partners observe the applicable legislation on health protection and work safety. The business partner shall support the protection of its employees' safety and health through appropriate measures, such as preventive and consistent work protection, appropriate instruction and training as well as a safe and healthy work environment.

PWO 期望其商业伙伴遵守各自适用国内法律关于健康保护及工作安全的规定。我们的商业伙伴应采取适当的措施保障员工的安全及健康，如预防性的、持续的工作防护，适当的指导和培训，以及安全、健康的工作环境。

Deployment of Security Forces

配备安保人员

PWO expects that its business partners, when hiring or using private or public security forces for business purposes, will discourage the use of extensive violence and interference with freedom of association and freedom of labor by providing adequate instruction and supervision of the security forces.

PWO 希望其商业伙伴在为商业目的雇用或使用私人或公共安保人员时，对安保人员进行充分的指导和监督，以阻止滥用暴力以及干扰结社自由和劳动自由的行为。

Land Acquisition

土地收购

PWO expects that when acquiring land, its business partners will not engage in unlawful evictions or other forms of unlawful deprivation of land, forests, and waters whose use provides a person's livelihood.

PWO 希望其商业伙伴在收购土地时不会进行非法驱逐或以其他方式非法剥夺他人赖以生活的土地、森林和水域。

3. Environmental Protection

环境保护

Efficient Dealing with Resources

高效利用资源

The business partner shall, within the scope of its capabilities, advocate for the efficient use of energy, water and raw materials, as well as for the use of renewable resources and the minimization of environmental and health damage. Non-renewable resources in particular should be used as sparingly as possible. PWO expects the business partner to continuously identify and implement potential improvements as part of its environmental policy.

商业伙伴应在其能力范围内倡导高效利用能源、水和原材料，以及使用可再生资源，尽量减少对环境和健康的损害。特别是，尽可能节约使用不可再生资源。PWO 希望商业伙伴不断发现潜在问题，实施相应改善措施，并将此作为其环境政策的一部分。

Avoidance and Mitigation of Environmental Impacts

避免及减轻对环境造成的影响

CO2 Reduction

减少二氧化碳排放

PWO develops its climate targets in line with the Paris Climate Agreement and in collaboration with its business partners, contributing to the reduction of CO2 emissions along the value chain. As such, PWO expects its business partners to record and monitor direct and indirect CO2 emissions, including the upstream supply chain. The business partner shall strive to continuously reduce such CO2 emissions in line with the Paris Climate Agreement and within the scope of its capabilities.

PWO 根据《巴黎气候协定》制定气候目标，并与其商业伙伴合作，为减少价值链上的二氧化碳排放作出贡献。因此，PWO 希望其商业伙伴记录和监测直接和间接的二氧化碳排放，包括上游供应链。商业伙伴应根据《巴黎气候协定》在其能力范围内努力持续减少二氧化碳的排放。

Water Quality and Consumption

水质和用水

PWO expects targeted prevention from its business partners, particularly in areas where environmental pollution can have a damaging effect on the basis of food production, access to sanitary facilities and safe drinking water, or the health of individuals. Water consumption is to be recorded completely and transparently and continuously reviewed for reduction potential.

PWO 希望其商业伙伴采取针对性的预防措施，特别是在环境污染可能对食品生产、卫生设施和饮用水安全或个人健康产生破坏性影响的地区，同时完整、透明地记录用水情况，并不断审查减少用水量的可能性。

Handling Hazardous Substances and Waste

处理有害物质和废弃物

The business partner shall observe the guidelines set by applicable laws and international agreements (e.g. REACH) in the use, production and trade of hazardous substances, other chemicals and wastes.

商业伙伴在使用、生产和交易有害物质、其他化学品和废弃物时，应遵守适用法律和国际协议（如 REACH）规定的准则。

Sustainable Products

可持续产品

In developing products and services, the business partner shall ensure that their use is economical in terms of consumption of energy and natural resources. This includes that reuse, recycling and safe environmentally friendly disposal are taken into account, and that waste is reduced as much as possible. PWO expects its business partners to comply with the applicable environmental laws, regulations and standards.

在开发产品和服务时，商业伙伴应确保节约使用能源和自然资源，包括考虑再利用、回收和安全环保处理，并尽可能地减少产生废弃物。PWO 期望其商业伙伴遵守适用的环境法律法规和标准。

4. Confidential Handling of Information

信息的保密处理

In order to protect confidential and personal information, data and plans, the business partner shall store these securely and protect them against access by third parties.

为保护涉密及个人信息、数据和方案，商业伙伴应以安全方式保存上述信息，并且不得允许第三方接触。

PWO expects that its business partners observe all relevant laws and regulations regarding data privacy and that they gather, process and use personal data only in accordance with the conditions of the applicable data protection regulations.

PWO 期望其商业伙伴遵守与数据保密相关的一切法律法规，且商业伙伴只能根据适用数据保护法规的规定收集、处理和使用个人信息。

Business partners may use information exclusively for authorized purposes and in an appropriate way and manner. All business partners of PWO undertake not to disclose any confidential data or business secrets to third parties without PWO written authorization and not to use these on their own for their own purposes.

商业伙伴仅可在授权范围内以适当的途径和方式使用信息。PWO 的全体商业伙伴承诺：在未经 PWO 书面授权的情况下，其不会向第三方透露任何保密数据或商业秘密，且不会为己方目的使用此类信息。

5. Compliance and Implementation of Standards Described

所述标准的遵守和实施

PWO calls on selected business partners to carry out a self-assessment based on a supplier survey. PWO will verify the compliance and implementation of the standards described herein within the scope of a risk-based review in order to detect any compliance or integrity risks.

PWO 呼吁选定的商业伙伴在供应商调查的基础上进行自我评估。PWO 将在风险审查的范围内核查本报告所述标准的遵守和实施情况，以发现任何合规和廉洁方面的风险。

In case of non-compliance with the standards described in this PWO Business Partner Code of Conduct, PWO reserves the right to review the business relationship with each business partner. In doing so, PWO will adhere to the principle of appropriateness, such that PWO will review carefully which consequences are appropriate, suitable and required in each individual case. This may lead to an immediate termination of the business relationship as well as to claims being brought for damage compensation.

如果违反本《PWO 商业伙伴准则》中所述的标准，PWO 有权审查与每个商业合作伙伴的商业关系。在此过程中，PWO 将坚持适度原则，即 PWO 会依照具体情况仔细审查哪些结果是得当、适宜且符合个案要求的。审查结果可能导致商业关系的立即终止及对损害赔偿的主张。

Supplier Relations

供应商的关系

PWO's business partners shall require their subcontractors and suppliers to comply with the principles and requirements described in this PWO Business Partner Code of Conduct and take this into account when selecting such subcontractors and/or suppliers. PWO's business partners strive for compliance in the supply chain leading to PWO. Particular attention must be paid to the responsible procurement of raw materials, as the extraction, further processing, and trade of certain raw materials can be associated with high risks for people and the environment.

PWO 的商业伙伴应要求其分包商和供应商遵守本《PWO 商业伙伴准则》中所述的一切原则和规定，并在选择分包商和/或供应商时也考虑这一点。PWO 的商业伙伴应致力于在 PWO 的供应链中遵守有关规定，尤其是，要特别注意原材料的采购，因为某些原材料的提取、深加工和贸易可能会对人和环境造成较高的风险。

Management Systems

管理体系

PWO recommends that its business partners implement the appropriate management systems or equivalent processes to ensure compliance with the principles listed herein, e.g., by using a certified management system.

PWO 建议其商业伙伴实施适当的管理制度或类似程序，确保遵守本准则所列的原则，如使用认证管理体系。

6. Reporting of Violations

违规举报

Despite the commitment to act honestly and ethically, every company is exposed to the risk that various situations may not proceed appropriately or that unlawful or unethical acts may be committed, either knowingly or unknowingly. To ensure that PWO is able to respond to misconduct in a timely and appropriate manner, everyone's attention and willingness to cooperate is required.

尽管致力于以诚信道德的方式行事，但每一家公司都面临着各种风险，如可能无法采取适当的行动，或在知情或不知情的情况下实施非法或不道德行为。为了确保 PWO 能够以及时、适当地应对不当行为，需要所有人的关注和配合。

PWO's whistleblower system provides everyone with a way to inform PWO about misconduct within PWO or in connection with PWO. PWO expects its business partners not to obstruct communications through the whistleblower system. If the business partners have concrete, well-founded evidence of a severe infringement or breach of rules within PWO or any non-compliance in connection with PWO, the business partners can use PWO's external whistleblower system to report these. The whistleblower system is available round the clock. PWO also accept anonymous tips. The whistleblower system is available at the link below:

PWO 的举报制度为每个人提供了一种途径，以向 PWO 报告其内部或与之有关的不当行为。PWO 希望其商业伙伴不要阻挠他人通过举报系统进行沟通。如果商业伙伴有具体、充分的证据证明 PWO 内部存在严重违纪或违规行为或任何与 PWO 有关的不合规行为，可使用 PWO 的外部举报系统报告有关情况。举报系统全天 24 小时开放，可匿名提交有关线索。举报系统链接如下：

<https://pwo-progresswerk-oberkirch.integrityline.org>

Business partners can also access it from the PWO home page under *Group>Corporate Governance>Whistleblower System*.

商业伙伴也可以从 PWO 的主页进行访问：集团>公司治理>举报系统

Alternatively, business partners can also provide tips directly to PWO's Compliance Officer.

或者，商业伙伴也可以直接联系 PWO 的合规负责人。

Compliance Officer of PWO High-Tech Metal Components (Suzhou) Co. Ltd.

配伟奥精密金属部件（苏州）有限公司合规负责人

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Confirmation
PWO Business Partner Code of Conduct
PWO 商业伙伴行为准则确认书

We, the undersigned, hereby confirm that
我们，签字方，特此确认

- we have received the PWO Business Partner Code of Conduct and we acknowledge and accept it;
我们已收到《PWO 商业伙伴行为准则》，且确认并接受该准则；
- we know all the relevant laws and regulations of the countries in which our company operates;
我们知晓我司运营所在国的一切相关法律法规；
- we conduct our business based on ethical principles, applicable laws, and social responsibility; and
我们以道德原则、适用法律和社会责任为基础开展业务；
- we take into account all standards described in the PWO Business Partner Code of Conduct when it comes to selecting our business partners.
- 我们在选择商业伙伴时，会考虑《PWO 商业伙伴行为准则》所述的一切标准。

Company's full name
公司全称

Stamp/ Seal of the company
公司印章

First and last name
姓名

Title
职务

Signature
签名

Commercial Register, place
注册地址

Commercial Register No. or VAT ID
统一社会信用代码或增值税税号

Place, date
日期及地点

This document must be signed by an authorized representative of the business partner and be returned to the requesting PWO department.

本文件须由商业合作伙伴的授权代表签字，并寄回至提出要求的 PWO 法务部。