

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



Progress-Werk Oberkirch AG, as well as its affiliates as defined by § 15 of the German Companies Act (AktG) (jointly referred to as “PWO”), is a partner to the global automotive industry for the development and production of advanced metal components and subsystems using lightweight construction. Since the company 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 及其依据《德国公司法》（AktG）第 15 条规定的关联方（合称“PWO”），作为全球汽车工业的伙伴，专注先进金属部件与子系统的轻量构造技术研发与生产。自 1919 年公司成立以来，PWO 集团在金属成形和金属接合的领域积累了独特的知识与能力。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 company's and 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、客户和供应商及外界人士对公司和集团管理层的信任，我们致力于责任型公司治理，以正直、合乎道德的手段来经营公司业务，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。

This is also reflected in our Code of Conduct, which serves as an orientation aid and standard for our employees. We also expect our PWO business partners to have this basic principle, which we defined in our 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/de/konzern/corporate-governance/grundsaeetze-unseres-handelns/>.

这也体现在了我们内部的《行为准则》中，它是我们对雇员的引导和要求。我们也期望 PWO 的商业伙伴能同样拥有我们在《商业伙伴行为准则》中规定的基本原则。《行为准则》和《PWO 商业伙伴行为准则》已载于：

<https://www.progress-werk.de/de/konzern/corporate-governance/grundsaeetze-unseres-handelns/>.

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The 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:

《PWO 商业伙伴行为准则》不仅仅是遵守法律法规。我们将其当做选择和评估合作商业伙伴必不可少的条件，即：

- act in conformity with the law and observe ethical standards; and
- 依法行事，遵循道德标准；

- also take this into account in selecting their business partners.
- 在选择他们的商业伙伴时也要考虑到本准则

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.

任何依法适用的国家、跨国或国际法律法规，在特别情况下，若规定了更高的标准，则依然有效且优先于本商业伙伴行为准则；若其标准较低，则应以本准则为准。

1. Behaving with Integrity in All Business Activities

在所有商业活动中诚实廉洁

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。

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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，根据可适用反腐败法律的规定，其商业伙伴不得允诺构成非法行为的任何好处。

PWO additionally 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 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联络的场合。同样地，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, as concerns its activity for PWO, to avoiding any appearance of impropriety or incorrectness. PWO expects that its Business Partners do not abuse invitations and gifts for the purpose of taking 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）方得允许对 PWO 员工或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.

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PWO 期望其商业伙伴公平竞争并遵守现行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

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，并应支持反洗钱国际运动。

Avoidance of Conflicts of Interest

利益冲突的避免

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。从一开始就应避免个人或家庭事务或其他经济或其他活动的利益冲突及关联人或实体或其他相关人士或机构的利益冲突。

2. In the Interest of Employees

雇员的利益

PWO expects from its Business Partners that they observe the fundamental employee rights of the respectively applicable national legal system. In addition, PWO expects 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 期望其商业伙伴遵守各自适用的国内法律体系中规定的员工基本权利。此外，鉴于不同地区适用该国具体法律，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。

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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公司内雇佣任何种类的童工。

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 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, age, citizenship, religious affiliation, social origin, disability, or sexual orientation.

PWO 期望其商业伙伴对员工一视同仁，且禁止在雇佣、晋升、培训规定或深造举措中歧视对待。我们期望每一位商业伙伴不因性别、肤色、年龄、国籍、宗教信仰、社会出身、残疾或性取向歧视任何员工。

Forced Labor

强制劳动

PWO rejects any kind of slavery or forced labor and expects the same from its Business Partners.

PWO 反对任何种类的奴役或强制劳动，且期望其商业伙伴同样如此。

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.

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，授予员工代表其利益的权利。

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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. It is furthermore expected that the employees of our Business Partners receive compensation that is consistent with the respectively applicable national 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，PWO 期望我们商业伙伴的员工获得与各自适用国内法律规定相符的补偿。

Health Protection and Work Safety

健康保护及工作安全

PWO expects that its Business Partners observe the respectively 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 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。我们的商业伙伴应通过适当举措对员工安全及健康保护予以支持，如预防性的、持续的工作防护以及安全、健康的工作环境。

3. Environmental Protection

环境保护

Efficient Dealing with Resources

有效处理资源

The Business Partner shall, within the scope of its capabilities, advocate for the efficient use of resources. Non-renewable resources in particular should be used as sparingly as possible.

商业伙伴应在其能力范围内倡导高效利用资源，尽可能节约使用资源，特别是不可再生资源。

Avoidance and Mitigation of Environmental Impacts

避免及减轻对环境造成的影响

The Business Partner shall measure and monitor harmful emissions where applicable and strive to continuously reduce them within the scope of its capabilities.

商业伙伴应在适用的情况下测量和监测有害物排放，并尽力在其能力范围内不断减少有害物排放。

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.

在开发产品和服务时，商业伙伴应确保节约使用，减少消耗能源和自然资源。

PWO expects its Business Partners to comply with the applicable environmental laws, regulations and standards.

PWO 期望其商业伙伴遵守环境相关的环境法律法规和标准。

4. Confidential Handling of Information

保密信息的处理

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，并不得允许第三方接触。

PWO expects that its Business Partners observe all relevant legal regulations on data privacy and that they gather, process and use personal data only on 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规定，且商业伙伴只能根据现行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 pass on any confidential data and business secrets to third parties without authorization and not to use these on their own for their own purposes.

商业伙伴可在授权范围内，以适当的途径和方式，排他性使用信息。PWO 全体商业伙伴承诺：在未经授权的情况下，不向第三方透露任何保密数据和商业秘密，且不为己方目的单独使用该信息。

5. Compliance and Implementation of Standards Described

合规与标准的实施

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 ("Business Partner Compliance Due Diligence").

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执行情况，以找出任何合规和廉洁方面的风险(即“商业伙伴合规尽职调查”)。

In case of non-compliance with the standards described herein PWO reserves the right to review the business relationship with each Business Partner. In doing so, PWO will adhere to the principle of appropriateness, so 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.

在违反本准则所述标准的情况下，PWO 保留审查与每个商业合作伙伴的商业关系的权利。在审查时，PWO 会遵从适度原则，即 PWO 会依照具体情况细查哪些结果是得当，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损害的追偿。

Supplier Relations

供应商的关系

PWO's Business Partners should choose their subcontractors and suppliers that can comply with the principles and requirements described herein and take this into account when selecting suppliers. The PWO Business Partner Code of Conduct can be used as a basis and may be communicated to third parties.

PWO 的商业伙伴应选择能遵守本准则项下的一切原则与要求的分包商和供应商，并在选择供应商时也能考虑到这一点。《PWO 商业伙伴行为准则》可作为考察依据并传达给第三方。

Management Systems

管理体系

PWO recommends the implementation of appropriate management systems or equivalent processes to ensure compliance with the principles listed herein, e.g., by using a certified management system.

PWO 建议实施适当的管理制度或类似的程序，确保遵守本准则所列的原则，如使用经认证的管理制度。

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, the attention and willingness to cooperate of everyone is needed.

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情况，可能面临着无法采取适当行动，或在知情或不知情的情况下实施非法或不道德行为的风险。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。

Our whistleblower system provides everyone with a way to inform us about misconduct within PWO or in connection with PWO.

我们的举报制度为每个人提供了一种途径，通知我们 PWO 内部的不当行为或与 PWO 有关的不当行为。

If you have concrete, well-founded evidence of a severe infringement or breach of rules within PWO or any non-compliance in connection with PWO, you can use our external whistleblower system to report these. It is available round the clock. Tips can also be submitted anonymously. 如果你有具体、充分的证据证明 PWO 内部存在严重违纪或违反规定的行为或与 PWO 有关的不合规行为，您可以使用我们的外部举报系统来报告这些情况。举报时间为全天 24 小时，可匿名提交。

The whistleblower portal is available at the link below:

举报入口可在以下链接上登入：

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

You can also access it from our home page under *Group>Corporate Governance>Whistleblower System*.

您也可以从我们的主页访问 集团>公司治理>举报制度

Alternatively, you can also give tips directly to our Compliance Officers.

或者，你也可以直接联系我们的合规负责人。

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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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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》，且知悉并接受，并遵守所有条款；
- 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
- 我们开展业务以道德原则、适用法律和社会责任为基础；
- 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，会考虑到《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

Business Register, place
注册地址

Register No. of Business License or VAT ID No.
营业执照证照编号或增值税税号

Place, date
日期及地点

This document must be affixed with company stamp and signed by an authorized representative of the Business Partner and be returned to the requesting PWO purchasing department.

本文件须由商业合作伙伴盖公章及授权代表签字，寄回至提出要求的 PWO 采购部门。