



## AUTONEUM CODE OF CONDUCT FOR SUPPLIERS

### 欧拓供应商行为准则

(Edition: April 2017)

( 2017 年 4 月版 )

As reflected in Autoneum's Code of Conduct, Autoneum Group companies and all its subsidiaries and entities (collectively "Autoneum") are committed to the highest standards of integrity, sustainability and ethical conduct. Autoneum has no tolerance when it comes to unethical business behavior, such as bribery, corruption or any other illegal business practices. Therefore, all of its suppliers are required to act fairly and ethically, provide safe working conditions and use environmentally responsible practices whenever they provide Goods or Services for Autoneum.

根据欧拓供应商行为准则，欧拓集团公司及其所有子公司和实体（统称“欧拓”）承诺遵守诚实和可持续道德准则的最高标准。欧拓对于缺乏道德的商业行为采取零容忍，例如贿赂、腐败或任何其他非法的商业做法。因此，所有欧拓供应商任何时候若为欧拓提供产品或服务，一律需要公正行事，遵循道德操守，提供安全作业条件，并且履行对环境负责的承诺。

Autoneum requires all suppliers to operate in accordance with the principles in this Code of Conduct for Suppliers (the "Code") and to comply with all applicable laws and regulations, the requirements set out in this Code and all contractual obligations towards Autoneum. This Code defines the main principles underlying the supplier's business activities and the supplier's conduct regarding labor and human rights, health and safety, environmental protection, ethics and management practices.

欧拓要求所有供应商按照本供应商行为准则（简称“准则”）的规定实施经营活动，并且遵守所有适用的法律和法规、本准则规定和对欧拓的所有合约义务。本准则界定了供应商从事商业活动以及对待劳动权、人权、健康、安全、环保、道德和管理实践的主要基本准则。

More specific guidance is available on [www.autoneum.com](http://www.autoneum.com).

更多具体指导准则可参见 [www.autoneum.com](http://www.autoneum.com)。

**Any violations of this Code may jeopardize the Supplier's business relationship with Autoneum, up to and including its termination. This Code applies to all suppliers and their subsidiaries, affiliates and subcontractors (the "Suppliers" or each the "Supplier")**

## **providing Goods or Services to Autoneum.**

若违反本准则，可能危及供应商与欧拓的业务关系，乃至并且包括双方终止业务。本准则适用于为欧拓提供产品或服务的所有欧拓供应商及其子公司、关联公司和分包商（统称或独自都为“供应商”）。

### **I. OBEY THE LAW**

#### **一、遵守法律**

The Supplier shall respect and comply with the laws and regulations in force in all of the countries in which it operates or acts in the market. If the legislation of any countries sets lower standards as outlined below, the Supplier shall follow the standards as stated in this Code of Conduct for Suppliers.

供应商应尊重且遵守其经营地或从业市场的所有国家现行有效的法律和法规。若有任何国家法律要求低于以下规定的标准，供应商须以本准则为准。

### **II. LABOR AND HUMAN RIGHTS**

#### **二、劳动权和人权**

The Supplier shall treat all employees with utmost dignity and respect and shall uphold the highest standards of human rights. In particular, the Supplier shall:

供应商应给予所有员工最大程度的尊严和尊重，并应维护最高人权标准。供应商尤其应做到：

- not accept any forced labor including human trafficking and any form of modern human slavery;
- 不接受任何强迫劳动力，包括人口贩运和任何现代奴隶形式的劳动力；
- refrain from any forced, bonded or involuntary prison labor. Employees shall be free to leave their employer after reasonable time;
- 避免使用任何强制性、抵债性或非自愿性质的监狱劳动力。经过一段合理时间后，员工有权自由离开雇主；
- not tolerate inappropriate behavior such as gestures, language and physical contact with a sexual, coercive, threatening, abusive or exploitative character;

- 不容忍任何不当行为，如带有性、威胁、恐吓、辱骂或剥削特征的举动、语言和身体接触；
- refrain from employment discrimination based on gender, age, ethnicity, nationality, religion, marital status, disability or sexual orientation;
- 避免基于性别、年龄、种族、国籍、宗教、婚姻状态、残疾或性取向方面的雇佣歧视；
- not tolerate or use child labor in any stage of its activities other than in accordance with all applicable laws and regulations;
- 除非依照相关法律法规，在任何阶段都不容忍或不使用童工；
- compensate employees fairly under consideration of local wage regulations and/or collective agreements. In their absence, the wages shall always be high enough to meet the basic needs and to provide some discretionary income;
- 按照当地工资法规和/或集体协议的报酬条款给予员工公平的薪酬。若没有上述报酬条款，支付的工资应始终足够满足基本需求和提供一定程度的可随意支配收入；
- undertake no deductions from wages as a disciplinary measure unless otherwise foreseen in national law;
- 承诺不采用扣减工资作为纪律惩罚手段，除非国家法律另行规定；
- ensure that working hours, including overtime and days of rest, do not exceed applicable legal limits. In their absence, the weekly working hours shall not exceed 60 hours including overtime;
- 确保包括加班和调休在内的的工作小时不超过适用法律的上限要求。若没有适用的法律上限，包括加班在内的周工作时不得超过 60 小时；
- ensure that employees are allowed at least one uninterrupted day off per week;
- 确保员工每周有至少一个不间断的休息日；
- ensure that work performed is carried out on the basis of recognized employment relationship established by national law and practice;
- 确保工作实施是基于国家法律和实践确立的经承认的雇佣关系基础之上；
- as legally permitted, freely allow workers to join or form trade associations and bargain

collectively without interference, discrimination, retaliation or harassment.

- 在法律允许的范围内，让工人自由加入或形成工会集体议价，不得进行干扰、歧视、报复或骚扰。

### III. HEALTH AND SAFETY

#### 三、健康和安

The Suppliers employees' health, safety and well-being is important to Autoneum. The Supplier shall provide a safe and healthy work environment for all of its employees and shall integrate health and safety management practices into its business. In particular, the Supplier shall:

供应商员工的健康、安全和福利对欧拓非常重要。供应商应为所有员工提供安全健康的工作环境，并将健康和安全管理实践纳入业务经营。供应商尤其应做到：

- identify, evaluate and manage occupational health and safety hazards through a prioritized process of hazard elimination, hazard substitution, engineering controls and/or administrative controls before personal protective equipment becomes a mandatory control;
- 在将个人防护设备作为强制控制手段之前，按照危险排除、危险替代、技术控制和/或管理控制的重点排序流程，识别、评估和管理职业健康和安
- provide all employees with job-related, appropriately maintained personal protective equipment and instruction on its proper use;
- 为所有员工提供与作业相关且妥善保存的个人防护设备，并指导员工如何正确使用。
- ensure that all employees receive health and safety trainings on a regular basis in the local language, or, if some of the employees do not speak the local language, in English or another suitable language;
- 确保所有员工定期接受使用当地语言进行的健康和安
- identify potential emergency situations and implement emergency plans and response procedures that minimize harm to life, environment and property;
- 识别可能发生的紧急情况，并且实施把生命、环境和财产危险降低到最小程度的应急预案和
- 响应程序；

- provide employees with reasonably accessible and clean dormitories, toilet facilities and potable water.
- 为员工提供路程方便、环境清洁的宿舍、厕所设施和饮用水。

#### IV. ENVIRONMENT

#### 四、环境

Autoneum is committed to protect the environment. The Supplier shall conduct its business in an environmentally sustainable way. In particular, the Supplier shall:

欧拓致力于保护环境的承诺。供应商应当以环境可持续的方式从事经营活动。供应商尤其应做到：

- identify, label, manage, reduce, recycle and responsibly dispose of all substances;
- 识别、贴标、管理、减少、循环利用、以及负责任地处置所有物质；
- implement a systematic approach to identify, control and reduce waste of any natural products;
- 执行一个系统性的方法，以识别、控制和减少任何天然产品的浪费；
- identify, manage, reduce and responsibly control air emissions that pose a hazard to the environment;
- 识别、管理、减少和负责任地控制对环境构成危险的空气排放；
- identify and manage potentially hazardous materials to ensure safe handling, movement, storage, recycling and disposal of such materials;
- 识别和管理有潜在危险的材料以确保安全处理、搬运、存储、循环利用和处置此等材料；
- obtain, keep current and comply with all required environmental permits and with all applicable environmental laws and regulations;
- 获取和保存好当前必须的所有环境许可证，并且遵守这些环境许可证中的规定及所有适用的环境法律和法规；
- reduce energy, water and natural resource consumption by implementing conservation and

substitution measures.

- 通过实施保护和替代措施来减少对能源、水和自然资源的消耗。

## V. MATERIAL COMPLIANCE

### 五、材料合规

Autoneum is committed to comply with regulatory and customer requirements regarding the prohibition and restriction of substances, including hazardous substances and conflict materials. Suppliers shall ensure that the Goods provided to Autoneum are in compliance with all requirements covered under the scope of all relevant regulations. In particular, the Supplier shall:

欧拓承诺遵守监管机构和客户对于包括危险物质和争端材料在内的各种物质的禁令和限制性要求。

供应商应确保向欧拓提供的产品均符合所有相关法规的要求。供应商尤其应做到：

- ensure that all substances used are in compliance with Autoneum's Compliance Process Manager tool (CPM tool; <http://v023a00007.atn-sap.os.itelligence.de/cpm/>);
- 确保使用的所有物质均符合欧拓的合规流程管理工具 ( CPM 工具 ; <http://v023a00007.atn-sap.os.itelligence.de/cpm/> ) ;
- fully comply with the Dodd-Frank Wall Street Reform and Consumer Protection Act regarding "Conflict Minerals" as defined in Section 1502 as well as with any EU regulations on conflict minerals;
- 完全遵守《多德-弗兰克华尔街改革和消费者保护法》第 1502 条中有关“冲突矿物”的规定，以及有关冲突矿物的任何欧盟法规；
- comply with all applicable laws, regulations and standards (environmental regulations and request, critical and hazardous material and substances, REACH (EC 1907/2006), GADSL, IMDS, etc.);
- 遵守所有适用法律、法规和标准 ( 环境法规和需要，重要危险材料和物质，REACH (EC 1907/2006), GADSL, IMDS 等规定 ) ；
- implement a policy regarding conflicted materials and respond in a timely manner to Autoneum's request for evidence of compliance with these requirements.

- 实施有关冲突材料的政策，并且及时回应欧拓请求，提供符合上述要求的证据。

## VI. BUSINESS ETHICS

### 六、商业道德

Autoneum expects the highest standards of ethical conduct in all of its endeavors. The Supplier shall always be ethical in every aspect of its business, including relationships, practices, sourcing and operations. In particular, the Supplier shall:

欧拓希望尽一切努力符合最高标准商业道德。供应商应始终在各领域业务中践行商业道德，包括业务关系、实践、采购和经营方面。供应商尤其应做到：

- refrain from any and all forms of corruption, extortion and bribery and specifically ensure that payments or gifts to customers, government officials and any other party are in compliance with applicable anti-bribery laws;
- 杜绝任何和所有形式的腐败、勒索、贿赂，并须特别确保对客户、政府官员及任何其他方面人士的付款或送礼应符合相关的反贿赂法的要求；
- adhere to all applicable anti-corruption and anti-trust laws and regulations of the countries in which the Supplier operates, including the Foreign Corrupt Practices Act (FCPA) and other applicable international anti-corruption conventions and competition laws;
- 严格遵守供应商经营地所在国家适用的一切反贿赂和反垄断的法律和法规，包括《海外反腐败法》(FCPA)及其他适用的国际反腐败公约和竞争法律；
- record and disclose to Autoneum information regarding its business activities, labor, health and safety practices upon request;
- 记录业务活动、劳工、健康和安全管理情况，并在欧拓要求时向其披露；
- respect intellectual property rights, manage know-how in a manner that protects intellectual property rights and safeguard customer information;
- 尊重知识产权，并且以保护知识产权和客户信息的方式管理专有技术；
- disclose to Autoneum information regarding potential conflicts of interest;

- 向欧拓披露有潜在经济利益冲突的信息；
- adhere to international trade and export control regulations.
- 严格遵守国际贸易和出口管制法规。

## VII. INSPECTIONS

### 七、 检查

In order to ensure and demonstrate compliance with the Autoneum Code of Conduct for Suppliers, the Supplier shall keep record of all relevant documentation and provide supporting documentation to Autoneum on request. Autoneum reserves its right to audit and inspect the Supplier's operations and facilities at own cost and upon reasonable notice. If the results of such an audit or inspection show that the Supplier does not comply with the Autoneum Code of Conduct for Suppliers, the Supplier shall immediately take the necessary corrective actions as directed by Autoneum. Autoneum may support Suppliers in developing their capabilities and improving their performance. Non-compliance with the Autoneum Code of Conduct for Suppliers may lead to damage claims, suspension or termination of Autoneum's contractual relationship with the Supplier.

为确保和展示符合本欧拓供应商行为准则，供应商应保存所有相关证明资料，并在欧拓请求后提交相关证明支持文件。欧拓保留经合理通知审核和检查供应商经营机构和设施的权利，费用由欧拓承担。如果审核或检查结果证明供应商未遵守欧拓供应商行为准则，供应商须尽快采取欧拓指示的必要纠正措施。欧拓会支持供应商开发产能和改进绩效。不符合欧拓供应商行为准则的行为可能导致损害赔偿，以及中止或终止欧拓与供应商的合约关系。

\*\*\*\*