



Asymchem

Values and Code of Conduct

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Our mission is to be the partner of choice to global pharmaceutical companies of all sizes providing R&D and manufacture solutions throughout the full lifecycle of innovative drug development.

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Overview

This Code of Conduct applies to Asymchem Laboratories (Tianjin) Co., Ltd. and its branches, wholly-owned or controlled subsidiaries (hereinafter respectively and collectively referred to as “Asymchem”, “Company”, the “Company”, “we” or “us”), and all employees of the Company, including permanent employees, employees under labor dispatching arrangements and temporary employees (hereinafter collectively referred to as the “Employees”).

This Code of Conduct serves as a binding guidance for our daily work and a supplement to the internal policies as well as the provisions in employment contracts. In addition, this Code of Conduct is the foundation to guide our management, employees, or persons acting on behalf of the Company in carrying out their activities in a manner that is consistent with our values. Of course, we are also required to comply with the laws and regulations in the places where we operate and applicable international regulations. Violations of laws, regulations, and the Code of Conduct may result in losses to the Company, our employees, clients, business partners, and stakeholders to varying degrees. Therefore, we adopt a zero-tolerance attitude towards any misconduct that violates any laws and regulations, the Company policies, and the Code of Conduct. We will take the corresponding measures according to the severity of the violations and the procedures as required. Employee misconduct may result in legal consequences, not only to the Company but also to the employees themselves. In addition to legal consequences, the Company will investigate and take appropriate disciplinary action against employees who are involved in misconduct in accordance with company policies, and the Company retains the authorities to terminate employment in severe cases.

To avoid the occurrence of such a situation, every one of us shall be familiar with this Code of Conduct and act accordingly. When in doubt, immediate consultation and advice from relevant responsible departments shall be obtained.

Values and Code of Conduct

I. Company's mission

Collaboration for Innovation.

II. Company's vision

Be the partner of choice to global pharmaceutical companies of all sizes providing R&D and manufacture solutions throughout the full lifecycle of innovative drug development.

III. Company's code of conduct

1. Integrity and honesty

We strongly advocate honesty and act in good faith, without rushing ahead or exaggerating, and strive to implement it throughout each level of the Company. No matter for customers, suppliers and employees, we are as good as our word.

2. Effective communication and results orientation

We require employees to maintain timely and necessary communication and cooperation. We emphasize effective horizontal and vertical communication and encourage employees to adopt timely, full and diversified communication. We encourage employees to think and communicate and make constructive suggestions accordingly. Through robust communication and effective cooperation, we choose the best scheme and constantly strive to achieve the goals under the premise of maximizing the interests of the team.

3. Clarity of rights, responsibilities, and fairness

We carefully choose the authorized person, define their rights and responsibilities, and ensure the correct work direction through effective guidance. We cherish the contributions of each employee, punish those who violate the regulations and reward those who achieve results. We evaluate every employee fairly and impartially, and provide employees with equal opportunities.

4. Professionalism, efficiency, and sustainable development

We have excellent R&D strength and rich production experience, and are committed to

providing customers with quality products and ensuring cost control. We work with employees with professional expertise together for the sustainable development of the enterprise.

5. Respect and responsibility

We strive to express utmost respect and trust to any customers, suppliers and employees, provide customers with the highest standard of service, fully trust suppliers and create a positive working environment for employees. We are committed to social responsibility for the social environment and human health, guiding our efforts to carry out various forms of social welfare activities accordingly.

6. Courage to challenge, and self-realization

We focus on every detail, and face challenges head-on consistently. To this end, we update and revise our goals, make plans, highlight key points and keep improving, trying more effective methods to continuously improve our business level and expand the scope of business. We keep the courage to face the problem directly, and forge ahead for excellence.

7. Uniting and cooperating to mutual benefit

We emphasize success of teams, instead of individuals. We value the expertise of each individual, but attach more importance to the collaboration between departments. We say no to individual heroism, and encourage and advocate the maximum consistency between individual goals and team goals. We advocate mutual assistance, cohesion in unity, efficiency improvement in collaboration, maximizing the value of employees and achieving team goals.

Company and Association

I. Corporate Responsibility

For more than two decades, we have been committed to our mission of "Collaboration for Innovation" and to be the reliable partner of choice for the global pharmaceutical industry, providing superior CDMO services and solutions across the entire drug lifecycle, from drug discovery to commercialization. We are proud and grateful for having more than 20 R&D,

manufacturing and sales subsidiaries and offices around the world. We respect every employee who contributes to the development of the Company, and try our best to create a harmonious, efficient and high-quality working environment for our employees; we provide every motivated employee with as much space for career development as possible and a broad stage to show their self-worth; we inspire a good sense of innovation and potential with the greatest enthusiasm; and we make unremitting efforts for the cause of life care, care for health and environment.

II. Compliance with Laws and Regulations

We comply with all laws and relevant rules and regulations. The management is responsible for communicating with employees and supervising the implementation of relevant rules and regulations. Employees should strictly adhere to the policies and rules they know at all times and places, and ensure that all behaviors conform to the code of conduct.

We uphold the strictest ethical standards in all our business transactions around the world. Adhering to local business practices and market rules, we do not allow or participate in any corrupt business practices. All employees must abide by the anti-bribery and anti-corruption laws of the country of residence.

III. Public Communications

Asymchem attaches great importance to the impact of public communication on the image and reputation of the Company, employees or business partners. We have established a strict public communication system and formed a cross-departmental collaboration mechanism. All publicity or materials have been checked level by level. All those who speak on behalf of the Company are designated and authorized by the Company. Public Affairs Department is the final and only authorized department for the Company to answer questions and provide information to the media, the government and other relevant agencies. Employees do not have the right to provide any information related to the Company without authorization. We strictly abide by national and local laws, regulations and norms. We also

implement the Company's rules and regulations and operation management system, to ensure that the public communication information is true, accurate, complete and effective.

IV. Anti-money laundering

The Company strictly observes and implements the *Anti-Money Laundering Law of the People's Republic of China* and other relevant laws, regulations and regulatory requirements, earnestly fulfills the basic obligations of anti-money laundering, and effectively improves the risk prevention and control system of money laundering by strengthening the control of anti-money laundering groups and other measures.

The Company complies with the standards of conduct set forth in the relevant Foreign Corrupt Practices Act and the anti-corruption laws and anti-money laundering laws of the jurisdiction in which the Company operates. Strengthen the Company's unified management and control of overseas integrity risks, improve the investigation and judgment of integrity risks in overseas investment decisions, and enhance the real-time and effective prevention and control of overseas integrity risks with the support of scientific and information means. At the same time, strengthen the daily supervision and management of overseas personnel, strictly control the integrity of overseas personnel, especially the main person in charge, and strengthen ideological education and integrity education.

V. Prohibition of Insider Dealing

Asymchem is a publicly traded company, listed on both the Shenzhen Stock Exchange (SZSE) and the Stock Exchange of Hong Kong Limited (HKEX). Pursuant to relevant laws and regulations, non-public information relating to the Company's operations and finances or having a significant effect on the market prices of securities of the Company shall be insider information. Regardless of how an employee accesses to such important non-public information, stringent trading restrictions remaining applicable even after the termination of an employee's employment should be imposed.

Whoever has insider information or illegally obtains insider information, prior to the

release of the information that involves the issuance of securities or securities or futures transactions or other information that has a material effect on the transaction price of securities or futures, are prohibited from buying or selling the said securities (i.e. Asymchem Shares), engaging in the futures transaction related to the insider information, leaking the said information, or explicitly or implicitly instructing others to engage in the aforesaid transaction activities.

1. Asymchem strictly prohibits from its employees from engaging in trading based on insider information, and from explicitly or implicitly instructing any other person to engage in such insider dealing activities;
2. Employees shall not use or disclose any insider information or any other non-public information obtained by taking advantage of their positions without prior authorization;
3. Employees in possession of or likely to possess any insider information may not purchase or sell the securities of the Company and investment project, or advise any other person to purchase or sell such securities before the public disclosure of such insider information;
4. No further action shall be taken to divulge such important insider information or any other non-public information obtained by taking advantage of their positions;
5. Directors wishing to deal in any securities of the Company must first have regard to the laws and regulations with respect to insider dealing and market misconduct. However, there are occasions where directors should not be free to deal in the Company's securities even though the statutory requirements will not be contravened;
6. Directors who are aware of or privy to any negotiations or agreements related to intended acquisitions or disposals must refrain from dealing in the Company's securities as soon as they become aware of them or privy to them until the information has been announced. Directors who are privy to relevant negotiations or agreements or any insider information should caution those directors who are not so privy that there may be insider information and that they must not deal in the Company's securities for a similar period.

For further details regarding prohibition of insider dealing, please refer to the *Insider Information and Insider Trading Registration and Reporting System* and *Board of Directors, Supervisors and Senior Management's Shareholdings and Changes Policy* disclosed on the Shenzhen Stock Exchange.

VI. Environment, Safety and Health

Asymchem is committed to ensuring the health and safety of employees, visitors, and community and promoting environmentally sustainable development.

Asymchem has integrated Health, Safety and Environment into corporate strategies in order to enhance company reputation and value.

Suitable organizational structure and sufficient resources are established to support EHS policy:

1. Establish and maintain comprehensive EHS management system;
2. Take EHS into account in all business decisions and processes, and consider EHS of equal importance as other business objectives;
3. Comply with all applicable EHS laws, regulations, standards, and other requirements;
4. Ensure all EHS risks in day-to-day operations are identified and effectively controlled to prevent all accidents and occupational illnesses;
5. Provide mechanisms of communication, engagement, and consultation from employees and stakeholders to promote a strong EHS culture;
6. Take advantage of continuous technological and biosynthesis, develop green processes and equipment, reduce water and energy consumption, and reduce pollutant emissions in the process of production;
7. Strict control of pollutants, to achieve discharge standard. And continuously reduce the emission of toxic and harmful substances;
8. Optimize the energy structure, continuously save energy and reduce consumption, reduce the dependence of operation activities on water resources and energy, and reduce

the greenhouse gas emissions during operation activities. Contribute to curbing global temperature rise;

9. On the basis of ensuring that the solid waste is disposed in 100% compliance, the waste resource is continuously recycled to realize the recycling of resources;
10. In the process of operation without causing damage to natural ecological, without deforestation, running local biodiversity;
11. Pursue continuous improvement in EHS performance by conducting audits and management reviews.

All employees shall comply with EHS policy to perform their job EHS responsibilities. Successful implementation requires full involvement from all levels. Each individual has legal obligation to protect health and safety of his/her own and others, and work together to create a healthy, safe and environmental workplace.

For more information about environmental management, please refer to the *Environmental Management Policy of Asymchem Laboratories (Tianjin) Co., Ltd.*, which is publicly disclosed on the Company's official website.

Company and Employees

I. Human Rights

We attach importance to the dignity of everyone and safeguard the human rights of employees. We abide by the following provisions on human rights, and the provisions covers all regular employees, interns, part-timers, contractors and other personnel who have established labor relations with Asymchem:

1. The Company commits itself to an internationally recognized statement or commitment to respect human rights.
2. We promise to respect human rights, including: opposing human trafficking, prohibiting forced labor, prohibiting child labor, respecting employees' rights to freedom of association and collective bargaining, complying with the principle of equal pay for equal

work, acting against discrimination and harassment, etc.

3. We promise that none of our employees will be harassed and illegally discriminated against.

II. Working Environment

Asymchem is "People-oriented, integrity, responsible, fair and equitable" committed to creating a safe, healthy and relaxing work environment for employees, which is an important guarantee for high quality and efficiency. We strive to create and encourage employees to collectively maintain a safe, harmonious and healthy workplace. At Asymchem, every employee will be treated equally, regardless of their place of origin, gender, age, physical condition, years of service and position. The only distinctions in the Company are based on job responsibilities and roles. This rule applies to all employees of Asymchem.

In order to maintain our harmonious working environment, employees should:

1. Maintain good interpersonal relationships and mutual respect, including respect for their religious beliefs, place of origin, gender, and other aspects;
2. People-oriented, providing a comfortable, safe and harmonious working environment, encouraging employees to develop their personal potential and realize their self-worth.
3. Promote the values of openness, tolerance, equality and freedom, encourage staff communication, cooperation and innovation, and build a positive working atmosphere.
4. Maintain a clean and tidy office, arrange items in an orderly manner, and clean up documents and materials on a regular basis.
5. Behave in a civilized manner, treat guests politely, and do not affect others during work.
6. Encourage cooperation and teamwork among employees, and advocate mutual support and common growth.
7. Strictly enforce the smoking ban and prohibition of open flames within the factory premises, and promptly intervene to stop any potential violations.
8. Take care of public property and protect the Company's interests at all times.
9. Austerity: not only can save office costs, but also in line with the current society to

promote green, energy saving and emission reduction of sustainable development concept.

10. Focus on corporate social responsibility, to serve the community as its own responsibility, to promote the common development of enterprises and society.

III. Voluntary onboarding

1. The Company guarantees its employees free choice of employment without the use of forced, bonded, indentured or involuntary prison labor.
2. Employees shall not be required to pledge identification, passports, or deposits as a condition of employment.
3. Employees of the Company shall have the freedom to leave their employment with reasonable notice.
4. The Company keeps proper documentation of recruitment to prove that all employees are employed voluntarily.

IV. Anti-discrimination and Anti-harassment

1. Asymchem's objective is to encourage and support diversity, fairness and inclusion and to actively promote a culture in our workplace that values difference and eliminates discrimination. It applies to all aspects of our employment, including recruitment, remuneration, benefits and conditions and leave, training, appraisal, promotion, work conduct, disciplinary and grievance procedures and termination of employment. Asymchem is committed to creating a healthy, safe and relaxing work environment for employees.
2. Employees will not be discriminated against on the basis of race, color, creed, sex, age, national origin, disability, sexual orientation, ethnicity, political affiliation, membership in an association, or marital status in hiring and work practices such as promotions, awards, and training rights.
3. The Company will not conduct medical examinations/pregnancy tests on employees or

potential employees for discriminatory purposes.

4. Not subject employees to any cruel and inhuman treatment in the course of work, training, etc., including any harassment, abuse, corporal punishment, mental or physical coercion, verbal abuse, or threat of use of any such treatment. the Company shall not use discrimination or support the use of discrimination in the recruitment and employment process.
5. The Company respects and supports the protection of women's rights and interests.
6. The Company implements the remuneration scheme that ensures equality between men and women and equal pay for equal work, in accordance with the remuneration management scheme in the *Remuneration Management System*.
7. The Company ensures every employee's freedom of religious belief, refrains from enforcing or discriminating against employees based on their religious beliefs, and safeguards their rights to engage in normal religious activities.
8. The Company prohibits any harassment in the workplace, including unwanted sexual language and body language.
9. Remedies for employees who have been discriminated against and harassed:
 - 9.1. Provide employees with a channel to report incidents of discrimination or harassment, and clarify the procedures and processes for handling them.
 - 9.2. For employees who are discriminated against or harassed at work, the Company may take measures to pacify employees by communicating with them, providing psychological counseling, restoring their due benefits, and providing appropriate financial compensation when necessary to make them receive fair and equitable treatment.
 - 9.3. Attend to employees' requests and strive to satisfy their demands to restore their self-confidence.
10. Managers will receive training to recognize and avoid discrimination, harassment and victimization and to promote equality of opportunity and diversity in recruitment,

development and promotion. Regular training will be provided for everyone by Human Resources to ensure that every employee knows and understands the content of diversity, equality and inclusion.

V. Prohibition of Child Labor

1. The Company prohibits the employment of child labor, and the HR Department is responsible for ensuring that job postings clearly state that applicants must be at least 18 years old during interviews, HR must rigorously verify the identification documents of candidates to prevent anyone under the age of 18 from entering the Company by any means.
2. For child workers who have already been employed by the Company and discovered after employment, the HR Department must take the following measures to provide assistance:
 - 2.1. Child labor must be stopped immediately.
 - 2.2. the Company must immediately contact the child worker's parents or legal guardians and arrange for the child worker to be returned to his/her original place of residence and handed over to his/her parents or guardians as soon as possible.

VI. Working hours and wages and benefits

1. The Company pays attention to the changes of relevant laws and adjusts the Company's salary and benefit policies in time to ensure compliance with local laws and regulations.
2. The Company pays the employees' salary through the bank every month and notifies the employees in writing of their monthly salary by issuing pay slips.
3. The Company provides fair and equal wages, benefits and working hours, and clearly explains the wages, benefits and working hours through the Company's internal system.
4. We always firmly believe that we can provide employees with a competitive and fair salary level, where the good relationship between pay and reward will be fully interpreted.

5. The Company will provide significant non-salary benefits in addition to the basic salary:
 - 5.1 Paid leave: including annual leave, sick leave, maternity leave, paternity leave, parental leave, etc., to ensure that employees are able to get time to rest and attend to their personal affairs when needed.
 - 5.2 Career development and training: provide internal training, external course funding, career planning counseling, leadership development programs, etc., to support employees' skill enhancement and career growth.
 - 5.3 Employee Stock Purchase Plan/Equity Incentive: Employees in core technical and key management positions have an equity incentive program, through which the cohesion and stability of the core team is enhanced, thus contributing to Asymchem's rising performance
 - 5.4 Employee Welfare Programs: such as Employee Assistance Program (EAP), mental health support, team building activities, holiday gifts or bonuses, etc., focusing on the physical and mental health and social needs of employees.
 - 5.5 Children's education support: Fine arts training for employees' children.
 - 5.6 Transportation and Meal Subsidies: Provide commuting subsidies, free or subsidized meals, and company shuttle bus service to reduce employees' daily expenses.
 - 5.7 Work environment and culture: create a positive and inclusive work atmosphere, provide a comfortable office environment, organize team activities and celebrations to enhance team cohesion.
6. Salary confidentiality system as the basic system to be always implemented by the Company. If employees have any questions about salary or other benefits, they may ask the staff of the HR Department.

VII. Freedom of Association

1. The Company encourages and supports employees to freely participate in or organize various forms of legal social activities or groups.
2. The Company regularly holds employee forums to communicate and protect the

legitimate rights and interests of individuals.

3. The Company takes employees' opinions or suggestions seriously and encourages employees or employee representatives to speak freely without fear of punishment, retaliation and other unfair behavior.

VIII. Complaint Channels and Handling

The Company encourages employees to put forward suggestions for improvement and reflect problems and unfair treatment, and at the same time protects employees who put forward opinions or complaints from retaliation. the Company has formulated the Internal Control System on Business Ethics which clearly stipulates the provisions and channels for employees to file complaints, and this system covers all regular employees, interns, part-timers, contractors and other personnel who have established labor relations with Asymchem.

1. Submission channels:

Employees can give feedback via email (asymchemaudit@asymchem.com.cn), DingTalk's opinion solicitation workflow and the Complaint Box, which enables employees to submit suggestions or complaints at any time.

2. The Audit Department has dedicated staffs responsible for receiving, recording, categorizing and tracking all submissions.
3. The Company ensures that all submissions are handled confidentially and has a non-retaliation policy in place to protect the rights and interests of employees who submit comments or complaints.

4. Processes:

Initial screening: Quickly assess the nature and urgency of the comment or grievance.

Decision-making and feedback: Provide timely feedback to employees on the handling situation and results, including measures taken or improvement plans.

5. Periodic review and improve: Regularly analyze the data collected on comments and grievances to identify trends and root causes that can be used to improve the Company's policies, processes or culture.

6. Training and advocacy: For this system, training is provided to all employees on an annual basis through DingTalk and training sessions.

Company and Customers

I. Marketing promises

1. Provide customers with periodic updates on service introductions, service scopes, and technical information, all meticulously reviewed by our internal technical and scientific experts.
2. Our business representatives proactively endorse anti-corruption agreements and other pertinent documents furnished by customers, ensuring strict compliance with all legal and regulatory frameworks in our customer communications.

II. Product and Service Quality

Asymchem strives to manufacture product that surpass the expectations of our customers in terms of Quality, Process, Service, and Value, through the active involvement of our employees, customers and suppliers, and commit for continuous improvement. Asymchem have established a quality system meeting the worldwide GMP requirement of NMPA, EMA, USFDA, PDMA, ICH, PICS and so on. The quality system is per the increasing GMP requirement from pharmaceutical research and development, early-to-late phase clinical development and commercial manufacturing. Produce high quality standards API and drug product in compliance to the worldwide regulatory standards fit for human consumption through process control and achievement.

Asymchem employees are encouraged to express any concerns regarding quality realization and customer satisfaction. We enables all employees by providing the following support:

1. Specific job skill training;
2. Quality System training;
3. The necessary tools and equipment;

4. Environment and resources that promote continuous improvement.

The quality awareness is deeply rooted in our daily work, and every customer's needs are listened attentively and responded quickly, which is the driving force of the continuous improvement of the quality in all aspects from laboratory research and development to drug substances and drug products manufacturing, as well as related testing and other services.

III. Open Communication

The information we provide to our customers about our products and services is effective, accurate and supported by scientific data under the premise of honesty, fairness and appropriate communication.

We strictly adhere to the following principles:

1. Sell products in compliance with laws and regulations and communicate with all customers in good faith.
2. Communicate with business partners in an ethical, well-intentioned and responsible manner
3. Be honest, trustworthy, conscientious, do not distort the facts or make your independent judgment be adversely affected by others.
4. The project personnel should communicate with the customer truthfully and timely, effectively ensuring the smooth progress of the project.
5. Do not include any false or misleading information in our records or accounts in any case.

Company and Suppliers

I. Business Ethics and Compliance

1. **Legal Adherence:** Procurement activities strictly conform to laws and regulations, including antitrust, anti-bribery, and anti-corruption, advancing diverse procurement to enhance the resilience and stability of the supply chain, ensuring process fairness and transparency.

2. **Supplier Compliance Review:** A rigorous supplier review mechanism is established to ensure suppliers strictly follow business ethics and company guidelines.
3. **Conflict of Interest Management:** In procurement decision-making, conflicts of interest are avoided to maintain the objectivity and transparency of decisions, continuously improving the traceability of the supply chain.

II. Environmental Protection

1. **Environmental Partnership Priority:** Priority is given to selecting suppliers committed to environmental protection, supporting their emission reduction and energy-saving measures, and encouraging the implementation of environmental management systems to enhance environmental performance.
2. **Control of Toxic Emissions and Environmental Management Strengthening:** Key suppliers are identified, quantitative control targets for toxic emissions are set, and the implementation of these targets is supervised, continuously optimizing the environmental management plan to ensure each link in the supply chain meets green development requirements. This includes regular environmental risk assessments and corrective guidance for suppliers who do not meet standards until they achieve the prescribed environmental standards.

III. Labor Rights and Interests

1. **Fair Labor Standards:** We firmly oppose any form of child labor and forced labor, ensuring suppliers respect and protect the basic rights of workers.
2. **Fair Compensation and Working Hours:** Suppliers are required to provide fair compensation and reasonable working hours, complying with local labor laws and regulations.

IV. Supply Chain Responsibility

1. **Social Responsibility Audit:** Regular social responsibility audits are conducted for suppliers to comprehensively assess their environmental, social, and governance performance.
2. **Long-Term Cooperation and Innovation:** Long-term cooperation is established with suppliers to jointly promote continuous innovation and improvement in the supply chain.

V. Information Security and Data Protection

1. **Data Security Assurance:** In procurement activities, sensitive data and information are ensured to be secure, preventing unauthorized access and data breaches.
2. **Data Protection Standards:** Suppliers are required to comply with data protection regulations and take effective measures to ensure information security.

VI. Continuous Improvement

1. **Procurement Policy Update:** Continuously review and update procurement policies to align with the Company's sustainable development goals, adapting to market and regulatory changes.

VII. Social Responsibility and Anti-Corruption

1. **Integrity in Business Environment:** Work with suppliers to establish a fair and honest business environment, opposing corrupt practices.
2. **Anti-Corruption Education:** Regular anti-corruption training is conducted for employees to enhance legal awareness and professional ethics.

VIII. Safety and Quality Training

1. **Safety and Quality Improvement:** Organize safety and quality management training for suppliers to raise awareness of safe production and product quality.
2. **Best Practices Sharing:** Share best practices in safety management and quality control with suppliers to promote continuous improvement.

IX. Anti-Unfair Competition

1. **Fair Market Principles:** Uphold fair competition in all business activities, opposing any form of unfair competition, including false advertising, trade defamation, and price manipulation.
2. **Integrity in Business Operations:** Require suppliers and partners to adhere to principles of integrity, enhancing market competitiveness through legal and ethical means.
3. **Compliance Supervision:** Monitor the business conduct of the Company and its suppliers to ensure compliance with anti-unfair competition laws and regulations, promoting a healthy and orderly market environment.

Company and Management

I. Leadership Principles

It is the responsibility of all Asymchem's managers to set an example of ethical behaviour in business and to encourage the team to discuss the ethical and legal implications of business decisions. We anticipate that all the executives vigorously support the responsible behavior, actively create and maintain the responsible environment. All the executive needs to be the mentor trusted by all the employees, provides the adequate information and guidance of this Code and related policies.

1. Establish achievable work objectives, foster and sustain a participatory, innovative, and cooperative environment, and inspire all staff to continuously enhance business performance through collective endeavors.
2. As a person with equal rights, employees need to be clearly and consistently trusted and respected.
3. Listen to employees' ideas patiently and completely, encourage open communication regardless of job level, increase employee motivation, and create a more open, egalitarian, and professional work environment.

4. Encourage employees to question and get help when they encounter possible violations in their work.
5. Expand your knowledge of modern management technology and apply what you have learned to encourage others.

II. Fair Competition

We compete with our competitors through quality products and services, not by signing "fixed" price contracts with them or by implementing other monopolistic conducts, to gain our market shares.

Requirements in fair competition clauses:

1. We do not share or exchange price and bidding information with our competitors, including pricing, costs, terms and conditions of sale, etc. If one of our competitors discloses such information to us, we should immediately end the conversation and inform our supervisor of it in any case. However, if the exchange of such information is intentional, it can be considered "price monopoly" or "bid rigging".
2. We are positive and active to compete against our competitors. We do not enter into agreements or reach consensus with our competitors with respect to customers, market shares, or areas.
3. We do not mislead or misrepresent the products or services of our competitors.
4. We do not enter into agreements with others to boycott the customers or suppliers.

We will comply with the provisions in fair competition clauses and also be subject to relevant laws. Each officer must ensure that our standards are made clear to and effectively implemented by relevant marketing, sales and procurement personnel.

III. Conflict of Interest

Decisions must be made in strict adherence to the best interests of the Company and its shareholders. Any potential conflict of interest should be disclosed in writing and approved by the management or the authorized department.

Followings are several typical conflicts of interest or potential conflicts of interest:

1. Possessing personal investments in suppliers, customers or competitors;
2. Having a family member (e.g., spouse, parent, sibling, child, or in-law) or someone else related like a family member (e.g., fiancé(e), cohabitant, live-in relative) employed by the Company's suppliers, customers, or competitors;
3. Receiving any form of benefits from suppliers, customers or competitors;
4. Using Company affairs for personal benefits or potential personal benefits;
5. Serving as a consultant or director of a company or organization operating in a business or market similar to that of the Company;
6. Having a family member employed by an organization that regulates the Company.

IV. Prevention of Corruption and Bribery

The Company prohibits all forms of bribery and corruption. All Relevant Persons are prohibited from soliciting, accepting or offering bribes while conducting the business or affairs of the Company. In all business or affairs of the Company, Relevant Persons shall comply with all applicable laws and regulations including but not limited to the *Anti-Unfair Competition Law of the People's Republic of China*, the *Prevention of Bribery Ordinance (Cap. 201)* of the Laws of Hong Kong (the “**POBO**”).

The following conducts are prohibited:

1. Soliciting or accepting any benefits from other persons as a reward, or offering any benefits to Relevant Persons as a reward for any action;
2. Instigating or inducing other employees to violate the Company's policies, or bribing or agreeing on improper benefits to other employees during or after their employment;
3. Illegally conducting related party transactions or violating the provisions of conflict of interests. Taking advantage of a Relevant Person's position for the benefit of oneself or one's relatives or friends;
4. Engaging in insider trading and internal collusion;
5. Embezzlement of public funds and falsifying accounts;

6. Any other acts that violate applicable laws, regulations and the Company's articles of association, rules and regulations or impede the purpose of this Policy or applicable laws and regulations; and
7. Deliberate concealment of the above actions.

For more detailed regulations regarding prevention of corruption and bribery, please refer to the *Asymchem Laboratories (Tianjin) Co., Ltd. ANTI-CORRUPTION AND ANTI-BRIBERY POLICY* which is publicly disclosed on the website of Hong Kong Exchanges and Clearing Limited (HKEX).

V. Whistleblowing

Asymchem has established a dedicated whistleblowing channel to receive both anonymous and named suggestions and reports from all employees, third parties and other stakeholders concerning known or potential misconduct, non-compliance, or violation of the law. the Company will address all types of suggestions and reports in a serious manner while prioritizing the protection of the personal information and safety of suggesters and whistleblowers (Tel: 022-66252888; Email: asymchemaudit@asymchem.com.cn).

The reportable conducts are as follows

1. Corruption, bribes, acceptance of improper gifts;
2. Embezzlement of public funds, false accounting, dishonest and frauds;
3. Insider trading and internal collusion;
4. Violation of fair competition, suppression of competitors;
5. Violation of the rules against conflict of interest;
6. Usage of one's position for other's benefits and abuse of power for personal gains;
7. Violation of labor and human rights policies, employee discrimination, forced labor, etc.;
8. Divulgence of the Company's confidential information;
9. Unethical behavior or violation of the Company's Code of Conduct or other policies;
10. Other criminal offenses, violations of the law or regulatory obligations, or other improper conduct related to the Company.

Asymchem prudently evaluates each report and determines whether further investigation or action is necessary. The Legal & Compliance Department, upon receipt of a report, will respond to the whistleblower as soon as practicable by:

1. Acknowledging receipt of the report;
2. Informing the whistleblower whether further investigation will be conducted and, as appropriate, actions taken or reasons for not investigating;
3. Where practicable, providing an estimated timeline for the investigation and final response;
4. Indicating whether any remedial or legal action will be or has been taken.

For further details regarding Whistleblowing of insider dealing, please refer to the *Whistleblowing Policy of Asymchem Laboratories (Tianjin) Co., Ltd.* disclosed on the Shenzhen Stock Exchange.

VI. Gifts and Hospitality

Asymchem does not give or accept gifts and hospitality that are intended to unduly influence business decisions. Inappropriate contact with customers and suppliers should be avoided. Even gifts with good intentions may be perceived as influencing business decisions.

Gifts may be accepted when both of the following conditions are met: the gift is of an advertising nature, e.g., pens, notebooks, calendars with logos printed on them; and the gift complies with legal and ethics requirements and will not be perceived as intended or likely to unduly influence business decisions.

Asymchem requests employees to hand in gifts that should be accepted by the Company. In this regard, the Company clearly stipulates that: employees should refuse to accept all kinds of gifts from work due to non-subjective reasons and report to the Company in time; if they fail to refuse due to various reasons, they should return the gifts in time afterwards; if they are unable to return the gifts, they should hand them over to the Company's Audit Department (the "Audit Department") within 5 working days after receipt (except for those who are unable to hand them over within the time limit due to reasons such as being on

business trips, etc.).

The Audit Department is responsible for collecting and registering these gifts and reporting to the Company. At the same time, all forms of gifts or benefits will be uniformly surrendered to the Company for handling.

Employees who receive gifts or benefits and fail to hand them in after the deadline without any exceptional circumstances will be regarded as violating the policy on integrity and self-discipline, and will be penalized in accordance with the Company's relevant regulations. Employees who receive gifts or benefits with a value of less than RMB100 (inclusive) are not required to hand them in.

It is permissible to provide meals or appropriate social entertainment within the limits of the Policy. Banquets or other hospitality may be offered or accepted when the following conditions are met:

1. Legality;
2. Under the normal business relationship situation;
3. An itinerary that is predicated on training or business activities;
4. Compliance with the Company's policies;
5. It will not be perceived as an attempt to unduly influence the Company's business decisions and the Company will not be subject to public scrutiny inappropriately.

VII. Use of Assets

Employees should make every effort to protect the Company's assets, including tangible and intangible assets, and effectively use them to expand the Company's interests. Tangible assets refer to assets in physical form, such as materials, supplies, equipment, and cash; Intangible assets include intellectual property, information assets, brand value, reputation, and the working hours and talents of employees.

VIII. Using Communication Tools

We encourage employees to achieve their work goals through effective communication

tools, such as e-mail, internal network, Internet, telephone, photocopying and fax. It is also allowed to use these tools to complete personal affairs without incurring unreasonable costs, but it should be ensured that the use of these communication tools does not have a negative impact on the work environment or the Company, and should comply with other relevant company rules and regulations.

IX. Information Protection

We protect personal data, including data of employees, third parties, and clients. We value the personal data entrusted to us and are committed to collecting, using, retaining, and disclosing the personal data in a fair, transparent, and secure manner, while respecting and protecting the privacy of data subjects.

Asymchem establish the standard operation procedure for the delivery of the confidential documents and information to ensure the delivery and holding of the classified documents. Asymchem Technical Document Confidentiality Management Policy is applicable to all Asymchem sites. Asymchem is also implement Client Tech Package Management to ensure the tech pack provided by clients is confidentially protected and is transferred and applied only to appropriate persons.

X. Accuracy of Books and Records

The Company must honestly and accurately record all financial information, including but not limited to income, expenses, expenses, taxes, etc. All financial transactions and payments must be reviewed and recorded in strict accordance with the Company's financial management system.

The Company maintains reasonable procedures and complies with the financial and tax laws of each place where it operates. Establish open, fair, transparent and accurate financial information disclosure standards that meet regulatory requirements.

This is the fourth edition of the *Values and Code of Conduct* of Asymchem Laboratories

(Tianjin) Co., Ltd., which was updated in July 2024 and replaces all previously published versions.



Asymchem Laboratories (Tianjin) Co., Ltd.

No.71, 7th Avenue, Teda Tianjin, 300457, P.R. China

Tel: +86 22 6625 2888 Fax: +86 22 6625 2777



Asymchem Wechat
Official Account



2024年 第四版 凯莱英

价值观和行为准则



做全球药品研发生产的合伙人
从每个人 | 每个产品 | 每次服务开始

www.asymchem.com 股票代码: 002821.SZ/6821.HK

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概述

本行为准则适用于凯莱英医药集团（天津）股份有限公司及其分公司、全资或控股子公司（以下分别及合并称为“凯莱英”、“公司”、“本公司”或“我们”）以及公司的全体员工，包括正式员工、劳务派遣员工和临时员工（合称“员工”）。

本行为准则是我们日常工作中具有约束力的指导方针，是内部制度以及劳动合同约定的条款的补充。此外，本行为准则为指导我们的管理层、员工或代表公司行事的人员以符合本公司价值观的方式开展活动提供了基本原则和指引。当然，我们也需要遵守公司运营所在地的法律法规及适用的外国法规。违反法律法规和行为准则将对公司、员工、客户、商业合作伙伴以及其他利益相关方造成不同程度的损失。因此，我们对于任何违反法律法规、公司政策及本行为准则的不当行为采取零容忍的态度，并将依照公司程序按照其严重程度采取对应的处理措施。员工的不当行为不仅会导致公司承担法律责任，也可能导致员工个人承担法律责任。除法律责任外，公司会按照公司政策对参与不当行为的员工进行调查并采取适当的纪律处分，情节严重的情况下公司有权解雇员工。

为了避免上述情形的发生，我们每个人都有责任熟悉本行为准则，并遵照此准则行事。当遇到疑问时应立即寻求专业部门的咨询和建议。

本行为准则以中文编制。如两个版本有任何不相符之处，应以中文版本为准。

价值观和行为准则

一、 公司的使命

合作开拓创新。

二、 公司的愿景

做全球药品研发生产的合伙人，从每个人，每个产品，每次服务开始。

三、 公司的行为准则

1. 诚信为本，言出必行

我们极力推崇诚信为人，诚信行事，不贸然决策，不浮夸行事，并努力将其贯彻到公司上上下下。无论对于客户、供应商、员工，我们做到言出必行，一诺千金。

2. 注重沟通，关注结果

我们要求员工保持及时、必要的沟通合作。我们强调横向和纵向的有效沟通，鼓励员工采用及时、充分、多样化的沟通方式。鼓励员工主动思考沟通，根据实际情况提出有建设性的建议。通过沟通和有效合作，选择最佳方案，在团队利益最大化的前提下，不断实现既定目标。

3. 权责明确，公平公正

我们慎重选择授权对象，统一权责，通过有效指导确保正确的工作方向。我们珍视每位员工的付出，做到奖惩分明，对违反制度的行为予以处罚，对获得的成绩予以奖励。公平公正地评价每一位员工，向员工提供同等的晋升机会。

4. 专业高效，持续发展

我们拥有卓越的研发力量和丰富的生产经验，致力于为客户提供优质的产品，并确保对成本的控制。我们雇佣有专业特长并拥有专业精神的员工，共同致力于企业的可持续性发展。

5. 尊重他人，勇于承担

我们力求对任何客户、供应商和员工表达最大程度的尊重和信任，给客户提供服务最高标准的服务，对供应商充分信赖，给员工创造优良的工作环境。我们承诺对社会环境和人类健康的社会责任，以此为指导开展各种形式的社会公益活动。

6. 勇于挑战，超越自我

我们时刻关注每一个细节的精益求精，我们每时每刻面对下一秒钟的挑战，为此，我们每年更新和修订目标，每日制定计划，突出重点并不断改进，力求尝试更行之有效的方法，持续提高我们的业务水平，拓展业务领域。我们时刻保有一份与问题面对面的勇气和魄力，不断进取和超越。

7. 团结协作，成己惠人

只有成功的集体，没有成功的个人。我们认可每一名员工的专长，我们更加重视各个部门间的协作。我们杜绝一切个人英雄主义的行为，鼓励并认同个人目标和团队目标最大程度的达成一致，并提倡互相帮助，在团结中凝聚力量，在协作中提高效率，最大程度实现员工的个人价值，达成团队目标。

公司与社会

一、 公司责任

二十多年来，我们坚守“合作创新”的使命，致力于成为全球制药产业可靠的首选合作伙伴，提供贯穿从药物研发至商业化的药物全生命周期的卓越 CDMO 服务及解决方案。我们在全球拥有 20 多家研发、生产、销售子公司及办事处，对此我们深感自豪，也不忘感恩。我们尊重和信任每一位为公司发展贡献力量的员工，并尽可能为员工营造一个轻松和谐、高效优质的工作环境；我们为每一位积极进取的员工提供尽可能大的职业发展空间和展现自我价值的广阔舞台；用最大的热情激发良好的创新意识和潜能；为生命关怀、健康关怀、环境关怀事业不懈努力。

二、 遵守法规、规章制度

我们遵守所有法律和相关规章制度。管理人员有责任与员工交流并监督相关规章制度的执行。员工随时随地都要严格遵守所了解的政策和规章制度，并确保所有行为都符合行为准则。

我们在全球一切业务交易均需遵循最严格的道德标准。我们遵守当地的商业习惯和市场规则，我们不允许也不参与任何腐败性的商业做法。所有员工必须遵守所在国家的反贿赂和反腐败法律。

三、 公共传播

凯莱英高度重视公共传播对公司、员工或商业合作伙伴的形象及声誉影响。

为此，我们建立了严格的公共传播制度，并形成跨部门协作机制；所有对外传播信息或资料都将进行逐级审校；所有代表公司对外发声的人员都由公司统一指定和授权。公司接受媒体、政府等有关机构的提问，或向媒体、政府等有关机构提供资料的最终且唯一出口为公共事业部，员工无权在未经授权的情况下，提供与公司相关的任何信息。我们严格遵守国家和地方法律法规及规范，落实公司各项规章制度和运营管理制度，确保公司公共传播信息的真实、准确、完整和有效。

四、 反洗钱

凯莱英严格遵守贯彻《中华人民共和国反洗钱法》等相关法律法规及监管要求，认真履行反洗钱基本义务，通过强化反洗钱公司管控等举措，有效完善洗钱风险防控体系。

凯莱英遵守有关反海外腐败法以及公司开展业务所在国的反腐败法和反洗钱法中所规定的行为标准。加强公司对境外廉洁风险的统一管控，完善境外投资决策中的廉洁风险研判，以科技化、信息化手段为支撑，增强境外廉洁风险防控的实时性与有效性。同时加强对境外人员的日常监督管理，严把境外人员特别是主要负责人的政治关、廉洁关，加强思想政治教育和廉洁教育。

五、 反内幕交易

凯莱英是在深圳证券交易所和香港交易所上市的公司。根据相关法律法规，内幕信息是指在证券交易活动中，涉及公司的经营、财务或者对公司证券的市场价格有重大影响的尚未公开的信息。

不论员工以何种方式获得这些重要的非公开信息，都必须实施严格的交易限制。在员工的雇佣关系终止后，这些限制仍然适用。

内幕信息的知情人员或者非法获取内幕信息的人员，禁止在涉及证券的发行，证券交易或者其他对证券、期货交易价格有重大影响的信息尚未公开前，买入或者卖出该证券（例如：凯莱英的股票），或者从事与该内幕信息有关的期货交易，或者泄露该信息，或者明示、暗示他人从事上述交易活动。

1. 凯莱英不会也不允许员工进行内幕交易，明示、暗示他人从事内幕交易；
2. 所有员工未经授权不应使用或披露任何内幕信息或因职务便利获取的其他非公开信息；
3. 在内幕信息公开前，任何知悉或可能知悉该内幕信息的员工不得买卖本公司

或投资项目的证券，或者建议他人买卖该证券；

4. 所有不得采取任何其他行动向他人泄露任何重要的内幕信息或因职务便利获取的其他非公开信息；
5. 欲买卖本公司证券的董事应先注意相关法律法规所载有关内幕交易及市场不当行为的条文。然而，在若干情况下，即使有关董事并无触犯法定条文，该董事仍不可随意买卖本公司的证券；
6. 凡董事知悉、或参与收购或出售事项的任何洽谈或协议，该董事必须自其开始知悉或参与该等事项起，直至有关资料已公布为止，禁止买卖公司的证券。参与该等洽谈或协议、又或知悉任何内幕消息的董事应提醒并无参与该等事项的其他董事，如有内幕消息，而他们亦不得在同一期间买卖公司的证券。

关于反内幕交易的更多详细规定，请参见于深圳证券交易所网站公开披露的《凯莱英医药集团（天津）股份有限公司内幕信息及知情人登记报备制度》以及《凯莱英医药集团（天津）股份有限公司董事、监事和高级管理人员所持本公司股份及其变动管理制度》。

六、 环境、安全与健康

凯莱英致力于保障员工、访客和社区的健康和安全，致力于环境可持续发展。

我们将健康、安全和环保理念融入公司战略，提升公司声誉、为公司创造价值。

我们搭建合适的组织架构、配置足够的资源，并承诺通过以下措施贯彻公司 EHS 方针的执行：

1. 建立和保持完善的 EHS 管理体系；
2. 业务决策和流程会充分考虑 EHS 因素并将其放在与其他业务目标同等重要的位置；
3. 遵守所有适用的 EHS 法律、法规、标准和其他要求；
4. 确保运营过程中所有 EHS 风险被识别并有效管控，以防止发生事故和职业病；
5. 为员工和利益相关方建立 EHS 沟通、参与和协商机制，以促进强有力的 EHS 文化；
6. 发挥连续化及生物合成技术优势，开发绿色工艺及设备，降低生产过程中水

资源及能源消耗，同时降低污染物排放；

7. 严格控制污染物排放，确保排放达标，并持续降低有毒有害物质排放；
8. 优化能源结构，持续节能降耗，降低运营活动对水资源及能源的依赖以及运营活动过程温室气体排放，为遏制全球温升做出贡献；
9. 在确保固体废物 100%合规处置基础上持续废物资源化，实现资源的循环利用；
10. 运营过程中不对自然生态造成破坏，不进行森林砍伐，不对运营所在地的生物多样性造成负面影响；
11. 通过审核和管理评审持续改进 EHS 绩效。

所有员工都应遵守公司 EHS 方针、落实岗位 EHS 责任。公司 EHS 方针的成功实施需要各级员工的全力投入，每位员工有法律义务对自身和他人的健康和安全负责，共同创建健康、安全和环保的工作场所。

关于环境管理的更多内容，请参见于公司官网公开披露的《凯莱英医药集团（天津）股份有限公司环境管理政策》。

公司与员工

一、 人权

我们重视每一个人的尊严，承诺维护员工的人权。我们将遵守以下关于人权的规定，本规定覆盖集团所有正式员工、实习生、兼职人员、合同工以及其他与公司建立劳务关系的人员。

1. 公司承诺遵守受到国际认可的尊重人权声明或承诺。
2. 我们承诺自身尊重人权，内容包括：反对贩卖人口、禁止强迫劳动、禁止雇佣童工、尊重员工结社自由和集体谈判权利，遵守同工同酬原则、反对歧视和骚扰等。
3. 我们承诺员工不会受到骚扰和非法歧视。

二、 工作环境

凯莱英致力于“以人为本、诚信为核心、责任感、公平公正”的准则，为员工创造安全、健康、令人轻松专注的工作环境，这是高质量高效率的重要保障，我们努力营造同时也鼓励员工共同保持工作场所环境的安全、和谐和健康，作为凯

莱英公司的员工，每个人都将受到一视同仁的对待，无论员工的籍贯、性别、年龄、身体状况、工作年限及职务，在公司里，只有工作职责与分工的差异。这项规则适用于凯莱英公司所有员工。

为了维护我们和谐的工作环境，员工应该遵循：

1. 同事之间保持良好的人际关系，互相尊重，包括对其宗教信仰、籍贯、性别等方面的尊重。
2. 以人为本，提供舒适、安全、和谐的工作环境，鼓励员工发挥个人潜力，实现自我价值。
3. 提倡开放、包容、平等、自由的价值观，鼓励员工交流、合作、创新，构建积极向上的工作氛围。
4. 维护办公室内的干净整洁，物品摆放有序，文件资料定期清理。
5. 举止文明，礼貌待客，工作期间不影响他人。
6. 鼓励员工之间的合作和团队精神，倡导相互支持和共同成长。
7. 严格执行厂区内的禁烟、禁止明火操作制度，并对可能出现违规行为及时制止。
8. 要有爱护公共财产的高尚品德和思想境界，时刻维护公司的利益。
9. 办公室里厉行节约，不仅能节省办公成本，而且也符合当下社会提倡绿色环保、节能减排的可持续发展理念。
10. 注重企业的社会责任，以服务社会为己任，推动企业与社会共同发展。

三、 自愿入职

1. 公司保证员工自由选择工作，不使用强迫的、担保的、契约或非自愿的狱中劳役。
2. 公司员工无需抵押身份证明、护照或押金等作为受雇用的条件。
3. 公司员工在合理通知情况的前提下，享有离职的自由。
4. 公司妥善保存招聘的相关文件，以证明所有员工都是自愿受雇。

四、 反歧视与反骚扰

1. 公司的目标是鼓励和支持多元化、公平和包容，并在我们的工作场所积极推动一种重视差异和消除歧视的文化。它适用于我们雇佣的所有方面，包括招聘、薪酬、福利和条件和休假、培训、评估、晋升、工作行为、纪律和申诉

程序以及终止雇佣，公司尽力提供全体员工一个健康、安全和高效率的工作环境。

2. 员工不会因种族、肤色、信仰、性别、年龄、国籍、残疾、性倾向、人种、政治派别、社团会员资格或婚姻状况等在雇用和工作实践如晋升、奖赏和培训权利等过程中受到歧视。
3. 公司不会对员工或潜在的员工进行歧视目的的医学检查/怀孕检查。
4. 在工作、培训等过程中不对员工实施任何残酷和不人道待遇，包括任何骚扰、虐待、体罚、精神或身体胁迫、口头辱骂或威胁使用任何此类待遇。公司在招工和用工过程中，不得采用歧视或支持使用歧视。
5. 公司尊重和支持妇女权益保护。
6. 公司实行男女平等、同工同酬的薪酬方案，按《薪酬管理制度》中薪酬管理方案执行。
7. 公司确保每位员工宗教信仰自由，公司不强制也不歧视员工是否信仰宗教，保护员工正常的宗教活动。
8. 公司禁止在办公生产场所有骚扰行为，包括不受欢迎的与性有关的语言、动作。
9. 受到歧视和骚扰员工的补救：
 - 9.1. 为员工提供歧视或骚扰事件上报的渠道，并明确处理的程序和流程
 - 9.2. 对于员工在工作中受到歧视或骚扰，公司将采取措施对员工进行安抚：与员工进行沟通、心里疏导、恢复该员工应得的利益，以使受歧视或骚扰的员工获得公平、公正的待遇。
 - 9.3. 听取员工本人诉求，了解诉求原因，疏导员工心理情况。
10. 管理人员将接受适当的培训，以认识和避免歧视、骚扰和受害，并在招聘、发展和晋升方面促进机会平等和多样性。人力资源部门每年将对所有员工提供定期培训，以确保每个员工都知道并理解多元化、平等与包容的内容。

五、 禁止使用童工

1. 公司禁止雇用童工，人力资源部负责在招聘时，需在招聘信息中明确员工需年满 18 周岁，且在面试时严格把关核实应聘人员的身份证明文件以避免任何未满 18 周岁的应聘人员使用任何方式进入本公司。

2. 对已经进入公司工作或事后发现的童工，人力资源部必须对其采取以下措施进行救助：

- 2.1. 必须马上停止童工工作。

- 2.2. 公司须马上联络该童工的父母或合法监护人，尽快安排将童工送回原居住地交其父母或者监护人。

六、 工作时间及工资与福利

1. 公司及时关注相关法律的变化并及时调整公司的薪酬福利政策，确保符合当地的法律法规。
2. 公司通过银行每月支付员工工资并发放工资单书面通知员工每月工资情况。
3. 公司提供公正且平等的工资、福利和工作时间，通过公司内部制度对于薪酬、福利和工作时间做出明确说明。
4. 公司始终坚信我们能够为员工提供一个既具有市场竞争力又兼具公平的薪酬水平，付出与回报的良好关系将在这里得到完整的诠释。
5. 公司除基本薪资之外，同时会提供重要的非薪酬福利：
 - 5.1. 带薪休假：包括年假、病假、产假、陪产假、育儿假等，确保员工在需要时能够获得休息和处理私人事务的时间。
 - 5.2. 职业发展与培训：提供内部培训、外部课程资助、职业规划辅导、领导力培养项目等，支持员工技能提升和职业成长。
 - 5.3. 员工股票购买计划/股权激励：公司对核心技术和关键管理岗位员工有股权激励方案，通过这种方式，增强核心团队的凝聚力和稳定性，从而使凯莱英集团业绩不断攀升。
 - 5.4. 员工福利计划：如员工援助计划(EAP)、心理健康支持、团队建设活动、节日礼物或奖金等，关注员工的身心健康和社交需求。
 - 5.5. 子女教育支持：为员工子女小小艺术家培训。
 - 5.6. 交通与餐饮补贴：提供通勤补贴、免费或补贴餐食、公司班车服务等，减少员工的日常开支。
 - 5.7. 工作环境与文化：营造积极、包容的工作氛围，提供舒适的办公环境，举办团队活动和庆祝活动，增强团队凝聚力。
6. 薪资保密制度：薪资保密制度作为公司的基本制度，是公司一直坚持贯彻执

行的。如果员工对薪资或其他福利待遇有任何疑问，可以向人力资源部人员询问。

七、 结社自由

1. 公司鼓励和支持员工自由参加或组织各种形式的合法的社团活动或团体。
2. 公司定期召开员工座谈会，进行沟通，保护个人的合法权益。
3. 公司认真对待员工的意见或建议，鼓励员工或员工代表畅所欲言，无需担心会受到处罚、报复等不公正行为。

八、 申诉渠道和处理

公司鼓励员工提出改进建议、反映问题和不公平待遇，同时保护提出意见或申诉的员工免受报复。公司已制定《商业道德规范的内控制度》其中明确规定了员工申诉规定及途径，本制度覆盖公司所有正式员工、实习生、兼职人员、合同工以及其他与本公司建立劳务关系的人员。

1. 提交途径：

员工可通过邮箱（asymchemaudit@asymchem.com.cn）、钉钉中意见征询工作流程及员工意见箱进行反馈，让员工能随时提交建议或申诉。

2. 审计部有专门员工负责接收、记录、分类并跟踪所有提交的内容。
3. 公司确保所有提交的信息保密处理，制定非报复政策，保护提出意见或申诉的员工权益。

4. 处理流程：

初步筛选：快速评估意见或申诉的性质和紧急程度。

决策与反馈：及时向员工反馈处理情况和结果，包括采取的措施或改进计划。

5. 定期回顾与改善：定期分析收集到的意见和申诉数据，识别趋势和根本原因，用于改进公司政策、流程或文化
6. 培训与宣传：针对本制度，对所有员工通过钉钉、培训会议等方式每年度进行培训。

公司与客户

一、 营销承诺

1. 不定期向客户提供经内部技术及科学专家审核后的更新的服务介绍、服务范

围、技术信息等内容。

2. 公司业务人员积极签署客户提供的反腐败协议等相关协议，并在与客户的沟通中严格遵守各项法律法规。

二、 产品和服务质量

凯莱英致力于通过我们的员工、客户及供应商的积极参与，始终如一地生产出在产品质量、工艺、服务和价值等方面超越客户预期的产品，以期不断提高。公司建立了能够满足中国、欧盟、美国、日本等全球监管标准的质量管理体系，该质量管理体系按照从药品研发、早期到晚期的临床研究和商业化进程、且对于 GMP 管理要求逐渐增加的原则进行管理，并通过工艺控制确保生产出符合全球监管标准和要求的人用高质量原料药以及药品。

我们鼓励公司员工向管理层反映任何有关质量实现和客户满意度的问题。我们为所有员工提供以下支持：

1. 特定的工作技能培训；
2. 质量体系培训；
3. 必要的工具和设备；
4. 促进持续改进的环境和资源；

我们将质量意识深深扎根于工作中，对于每一位客户的需求都用心倾听、迅速反应，这是推动我们业务的各个环节、从实验室研发到大规模生产原料药、制剂等产品以及相关测试等服务质量不断提升的推动力。

三、 坦诚沟通

凯莱英提供给客户的产品和服务信息，是在诚实、公平且恰当沟通的前提下，有效、准确、有科学数据支持的信息。

我们严格遵守以下原则：

1. 遵照法律和法规销售产品并与所有客户诚信交往。
2. 以道德、善意、有责任心的方式与商业合作伙伴进行业务沟通。
3. 诚实守信，认真仔细，不歪曲事实，也不使自己的独立判断能力受到他人的不良影响。
4. 无论在何种情况下，都不可将虚假或误导性信息写入我们的记录或账目。
5. 项目人员应如实、及时地与客户沟通，有效确保项目的顺利进行。

6. 项目结束后，项目人员须如期上报全套项目文件及相关总结报告。

公司与供应商

一、 商业道德与合规性

1. **法律遵循：**采购活动恪守法律法规，涵盖反垄断、反贿赂及反腐败等，推进多元化采购，强化供应链的韧性与稳定性，确保流程的公正与透明。
2. **供应商合规审查：**建立严格的供应商审查机制，确保供应商严格遵循商业道德和公司准则。
3. **利益冲突管理：**在采购决策中，避免利益冲突，维护决策的客观性与透明度，不断提升供应链的可追溯性。

二、 环境保护

1. **环保合作伙伴优先：**优先选择致力于环境保护的供应商，支持其减排与节能措施，并鼓励实施环境管理体系以提升环境绩效。
2. **有毒物质排放控制与环境管理强化：**筛选关键供应商，设定有毒物质排放的量化控制目标，并监督这些目标的实施情况，持续优化环保管理方案，确保供应链各环节符合绿色发展的要求。这不仅包括定期的环境风险评估，还涉及到对未达标供应商的整改指导，直至达到规定的环保标准。

三、 劳工权益

1. **公平劳动标准：**坚决反对任何形式的童工和强迫劳动，确保供应商尊重和保护劳工的基本权利。
2. **合理薪酬与工时：**要求供应商提供公平的薪酬和合理的工作时间，遵守当地的劳动法规。

四、 供应链责任

1. **社会责任审核：**采购部门应定期对供应商进行社会责任审核，评估其在环境、社会和治理方面的表现。
2. **长期合作创新：**与供应商建立长期合作，共同促进供应链的持续创新与改进。

五、 信息安全与数据保护

1. **数据安全保障：**在采购活动中，确保敏感数据和信息安全，防范未经授权访问

和数据泄露。

2. **数据保护规范：**要求供应商遵守数据保护法规，采取有效措施，确保信息安全。

六、 持续改进

1. **采购政策更新：**持续审视和更新采购政策，与公司的可持续发展目标保持一致，适应市场和监管的变化。

七、 社会责任与反腐败

1. **诚信商业环境：**与供应商共同建立公平、诚信的商业环境，反对腐败行为。
2. **反腐败教育：**定期对员工进行反腐败培训，提升法律意识和职业道德。

八、 安全与质量培训

1. **安全质量提升：**组织供应商进行安全 and 质量管理培训，提高安全生产和产品质量意识。
2. **最佳实践共享：**与供应商共享安全管理和质量控制的最佳实践，促进持续改进。

九、 反不正当竞争

1. **公平市场原则：**坚持在所有商业活动中维护公平竞争，反对任何形式的反不正当竞争行为，包括虚假宣传、商业诋毁、价格操纵等。
2. **诚信经营：**要求供应商和合作伙伴遵守诚信经营原则，通过合法和道德的方式提升市场竞争力。
3. **合规监督：**监督自身及供应商的商业行为，确保符合反不正当竞争法律法规，促进健康有序的市场环境。

公司与管理

一、 领导原则

凯莱英的所有管理人员都有责任以身作则，成为商业道德行为标准的典范，并鼓励团队讨论商业决策相关的道德和法律影响。我们希望管理人员能够支持负责任的行为，积极创造并维护负责任的工作环境。管理者也必须成为值得所有员

工信任的导师，能够为员工提供充足的有关本准则和相关政策的资讯与指导。

1. 提出合理工作目标，提供和保持一个具有参与性、创造性和协作的氛围，并激励全体员工，通过共同努力，不断提升企业业绩。
2. 雇员为一个有平等权利的人，需要明确并始终如一地给予信任和相互尊重。
3. 耐心和完整地倾听雇员的想法，鼓励抛开职位等级进行开放性的交流沟通，提升员工积极性，创造出更开放平等、更加专业的工作环境。
4. 工作中鼓励员工在遇到可能违规的情况时提出质疑并提供帮助。
5. 激发雇员潜能，提供一个能让雇员展示潜能的环境，并为员工提供充分的学习机会。
6. 拓展自身的现代管理技术知识，学以致用并鼓励他人。

二、 公平竞争

我们通过优质的产品和服务与竞争对手竞争，而非通过与竞争对手签订“固定”价格合同或使用其他垄断交易来获得市场份额。

公平竞争条款要求：

1. 我们不与竞争对手分享或交换价格和竞标的信息，其中包括定价、成本或销售条款、条件等。如果有竞争者向我们透露了这些消息，无论在什么情况下，我们都应该立刻结束此次交谈，并将此情况告知上级领导注意。但是如果是有意交换此类信息，则可认定为“价格垄断”或“操纵竞标”。
2. 我们积极面对一切竞争对手。我们不与竞争对手就客户、市场份额或领域签署协议或达成共识。
3. 我们不误导或误报竞争对手的产品或服务。
4. 我们不与其他人达成抵制客户或供应商的协议。

我们将遵守公平竞争条款，同时还将受到相关法律的制约。每一位管理人员都要确保与市场、销售和采购的相关员工明确我们的执行标准，并切实执行。

三、 利益冲突

公司决策必须严格遵守公司和股东最佳利益的原则。任何潜在的利益冲突都应当以书面形式予以披露，并得到上级领导或法律部门的批准。

以下是几种典型的利益冲突或潜在利益冲突：

1. 在供应商、客户或竞争对手处有个人投资；

2. 有家庭成员（如配偶、父母、兄弟姐妹、孩子或姻亲）或像家庭成员一样关系的其他人（如未婚夫（妻）、同居者、同居亲戚），为公司的供应商、客户或竞争对手工作，或者存在雇佣合作关系；
3. 从供应商、客户或竞争对手处收取任何形式的报酬；
4. 利用公司事务谋取个人利益或潜在个人利益；
5. 担任与公司业务、市场相近的公司或机构的顾问或董事；
6. 有家庭成员在监管公司的机构工作。

四、 反腐败与反贿赂

凯莱英禁止一切形式的贿赂及腐败。所有相关人士不得在开展本公司业务或事务时索取、接受或行贿。在开展本公司的所有业务或事务时，其须遵守所有适用法律及法规（包括但不限于《中华人民共和国反不正当竞争法》、香港特别行政区《防止贿赂条例》（第 201 章）等适用法律和法规，且不得存在如下行为：

1. 索取或接受他人的任何好处、回扣作为报酬，或向利益相关者提供任何好处、回扣作为任何行动的报酬；
2. 唆使或利诱其他员工违反公司规定，或在其他员工任职期间或离职后向其行贿或商定不正当利益；
3. 非法进行关联交易或违反利益冲突规定，利用相关人员的职务便利为本人或亲友谋取利益；
4. 涉嫌内幕交易和内部串谋勾结；
5. 挪用公款和虚假记账；
6. 任何其他违反相关法律、法规和集团章程、规章制度的行为，或妨碍实现本政策或适用法律、法规宗旨的行为；
7. 对上述行为可以隐瞒。

关于反腐败与反贿赂的更多详细规定，请参见于香港交易所网站公开披露的《凯莱英医药集团（天津）股份有限公司反腐败及反贿赂政策》。

五、 检举

凯莱英设置专门的建议征询及举报渠道，接受来自全体员工、第三方以及其他利益相关者对任何已知或潜在的不当行为、违规、违法行为进行实名或匿名建议及举报。公司将认真解决各类建议及举报，并注重保护建议人及举报人的个人

信息与安全（电话：0222-6625888；邮箱：asymchemaudit@asymchem.com.cn）。

可举报行为包含：

1. 涉嫌贪污、收受贿赂、收受不当礼物；
2. 挪用公款、虚假做账、不诚信和欺诈行为；
3. 涉嫌内幕交易、内部串谋勾结；
4. 违反公平竞争、打压竞争对手；
5. 违反利益冲突管理规定；
6. 利用职务便利为他人谋取利益、以权谋私等；
7. 违反劳工人权政策、歧视员工、强制劳动等；
8. 泄漏集团机密信息；
9. 不道德或者违反集团行为准则或其他政策；
10. 其他违法犯罪行为和违反法律或监管责任的行为，或与集团相关的其他可能不当行为。

凯莱英对每份举报予以谨慎评估，并决定是否有必要采取进一步调查或举措。审计部收到举报后，将尽快通过以下方式以示收悉举报：

1. 确认收到举报；
2. 告知举报人是否会进一步调查，并酌情告知举报人所采取的行动或不进行调查的原因；
3. 如可行，提供调查和最终回应的估计时间表；
4. 表明是否将采取或已经采取任何补救措施或法律行动。

关于检举的更多详细规定，请参见于深圳证券交易所网站公开披露的《凯莱英医药集团（天津）股份有限公司举报政策》

六、 商业礼品

凯莱英秉持不赠送或不接受对于业务决策产生不恰当影响的礼品和招待的政策。公司员工应避免与客户和供应商进行不适当的接触，即使是出于善意的礼物也可能被视为有影响商业决策的意图。

仅有以下两个条件均得到满足时，方可接受礼品：该礼品为一般广告性质的促销材料，例如印有标志的笔、记事本、日历等；且礼品符合法律和道德要求，不会被视为有意或可能对业务决策产生不恰当的影响。

凯莱英要求员工上交应由公司接受的礼品。对此公司明确规定：员工由于非主观原因收受的工作对象的各种馈赠，应当场拒收，并需实时汇报公司；因各种原因未能当场拒收的，事后应及时退回；确实无法退回的，应在收到后 5 个工作日内上交公司审计部，因出差等特殊原因未能按期限上交的除外。

审计部负责收集、登记礼品，并汇总报告公司，同时将一切直接或间接形式的礼品或利益统一上交公司，由公司处理。

未在期限内将收到的礼品或利益上交的员工，且无任何特殊情况的，将被视为违反公司诚信和自律政策，将依据公司相关规定予以处罚。

公司允许在政策允许的范围内提供宴请或适当的社交娱乐活动。宴请和其他社交娱乐活动，应满足下列条件方可被提供或接受：

1. 合法；
2. 处于正常业务关系情况下；
3. 基于培训或业务活动的行程；
4. 符合公司规章制度；
5. 不会被视为对公司的业务决策存在不当影响，且公司在接受公众审查时不会有不当之处。

七、 资产的使用

员工应尽力保护公司资产,包括有形资产和无形资产，并有效使用以扩大公司利益。有形资产是指具有物理形态的资产，比如材料、物资、设备和现金等；无形资产包括知识产权、信息资产、品牌价值、声誉及员工的工作时间和才能。

八、 使用通信工具

我们鼓励员工通过有效的沟通工具，如电子邮件、内部网络、互联网、电话、复印和传真等，来实现工作目标。在不产生不合理费用的情况下，利用这些工具完成个人的事务也是允许的，但应该确保使用这些沟通工具不会对工作环境或公司带来负面影响，并应符合公司其他相关规章制度。

九、 信息保护

我们保护所有数据，包括同事、第三方和客户的数据。我们重视委托给我们的数据，致力于以公平、透明和安全的方式收集、使用、保留和披露数据，尊重

和保护数据主体的隐私。

凯莱英建立保密文件和信息传输的标准操作程序，确保保密文件的交付和保管。凯莱英技术文件保密管理标准操作程序适用于所有凯莱英厂区。凯莱英还实施客户资料管理，以确保客户提供的技术资料受到保护，并仅传递和应用于恰当的人群。

十、 账簿和记录的准确性

凯莱英必须诚实、准确的记录所有财务信息，这些信息包括但不限于收入、支出、费用、税务等。所有财务事务和付款都必须审核并记录，必须严格依照公司财务管理制度操作。

凯莱英保持合理的程序，遵循各经营所在地财务、以及税法规定。建立符合监管要求的公开公正、透明准确的财务信息披露规范。

本准则是凯莱英医药集团（天津）股份有限公司《价值观和行为准则》第四版，于 2024 年 7 月更新，取代此前发布的所有的版本。



凯莱英医药集团(天津)股份有限公司
Asymchem Laboratories (Tianjin) Co., Ltd.

中国天津经济技术开发区 第七大街 71号

No.71, 7th Avenue, Teda Tianjin, 300457, P.R. China

电话 / Tel: +86 22 6625 2888 传真 / Fax: +86 22 6625 2777



集团官方微信