



Supplier's Undertaking

供應商經營管理承諾書

成為華新麗華集團(下稱本集團)之供應夥伴，我們承諾在經營公司的業務時，均須完全符合當地所有相關適用的法律與規章。謹此，我們經由簽署此份承諾書，以承諾並確認我們將致力於遵行國內外企業社會責任相關法規及標準，確保供應鏈提供安全的工作環境，員工獲得尊重和尊嚴；同時，企業在經營中亦須承擔環保責任、遵守道德規範，並遵守智慧財產權等相關規範，共同實踐企業社會責任之承諾。

As a supply partner of Walsin Lihwa Group (the "Company" or the "Group"), we (the "Supplier") are committed to be in full compliance with all applicable laws and regulations during business operations. By signing this undertaking (the "Undertaking") we promise to comply with social responsibility and all relevant domestic and foreign laws and regulations in order to ensure that we, as a member of the supply chain, will provide a safe working environment and assure our employees will be treated with respect and dignity; at the same time, we agree to undertake the environmental and ethical responsibility, and intellectual property rights to achieve our commitment of social responsibility

《企業社會責任承諾》

《CSR Commitment》

勞工

Labor

供應商必須維護其員工的人權，並尊嚴對待及以國際社會所理解的方式給予尊重。此項適用於所有工作者，包括臨時員工、移民員工、工讀生、約聘人員、直屬員工，以及任何其他類型的工作者。

Suppliers shall uphold human rights of its employees, and treat them with dignity and respect in the way of universally recognized. This applies to all workers, including temporary workers, migrant workers, work-study students, contractual personnel, direct employees, and any other type of worker.

防止雇用童工

Prevent Child Labor

供應商不得雇用違反當地法律年齡規範之未成年人。

Supplier shall not employ unlawful child labor in accordance with local laws.

公平待遇

Fair Treatment

供應商應當尊重每一位雇員，不得對任何雇員施以身體、性或心理上的騷擾或虐待，不得辱罵雇員。

Suppliers shall respect every employee, and shall not impose any physical, sexual or psychological harassment or abuse to any employee.

工作時間

Working hours

供應商應該遵守當地每日及每週工時之相關法律，同時應遵守符合當地法令之休假政策。

Supplier shall comply with applicable laws and standards on working hours and leave policies.

薪資福利

Compensation & Benefits

供應商支付給雇員的工資不得低於當地法律要求的最低工資(如沒有最低工資的法律規定，則不應低於該行業的普遍工資)。供應商還應依法提供法定福利。

Supplier shall pay to its employees not be less than the requirements of the local minimum wage (if there is no minimum wage requirements, it should not be less than the prevailing wage in the industry). Supplier shall also provide statutory welfare to its employees.

不歧視

Non-discrimination

供應商不得因性別、種族、宗教信仰、年齡、殘疾、性取向、國籍、政治派別而在雇用過程(包括招聘、薪資、福利、晉升、紀律處分、解雇或退休)中歧視任何人。

Supplier shall not discriminate against any person due to his/her gender, race, religion, age, disability, sexual orientation, nationality, political affiliation in the hiring process (including recruitment, compensation, benefits, promotion, disciplinary action, dismissal or retirement).

自由結社與談判

Freedom of association and collective bargaining

供應商應依據當地法律，尊重工作者自由結社權利。工作者應能夠在不被恐懼報復、脅迫

或騷擾的情況下，就工作條件與管理者公開溝通。

Supplier shall recognize and respect the right of employee to freely associate in accordance with the laws of the countries in which they are employed. Workers are able, without fear of retaliation, intimidation or harassment, to communicate openly with supervisor about their working conditions.

健康及安全

Health & Safety

供應商必須針對其營運提供安全及健康的工作環境。

Supplier shall provide a safe and healthy working environment for their business operations.

職業安全衛生

Occupational safety and Health

供應商應提供適當的控制、安全工作程序、預防維護和必要的技術保護措施，以減緩工作場所中之健康及安全風險及確保其員工在工作場所中不會受任何化學、生物及物理性危害。

Supplier shall provide the appropriate engineering controls and necessary protective measures (e.g. the safe job procedures, PPE, etc.) for eliminating or mitigating the occupational health and safety risks that existing in workplace and ensuring their employees not suffered in chemical, biological and physical hazards.

緊急應變機制及程序

Emergency Response System and procedures

供應商應建立緊急應變機制及程序並落實執行，以確保職業傷害及疾病監控及報告機制之有效性。

Supplier shall establish an emergency response system and conduct the procedures for ensuring an effective monitoring and reporting system of occupational injury and illness.

道德及誠信

Ethics and Integrity

供應商及其下層供應商必須以符合道德的方式及誠信行為進行業務。

Suppliers and their underlying suppliers shall in a manner consistent with ethical behavior and integrity to conduct business.

遵守誠實守信原則

Comply with the Ethical Corporate Management Principles

供應商在與本集團交易達成和交易履行過程中，保證提供的資質證明(含特許經營)、證照、企業及個人簡介資料、住所、產品名稱、規格、品質、服務標準、票據、權證、權利限制等資料，均為真實，不存在虛偽、隱匿、偽造、變造行為。如上述相關情況發生變更，供應商應在合理的時間盡快通知本集團，將誠信原則始終貫徹於交易合約履行的各階段。

供應商保證不因故意或過失為任何損害本集團及其關係企業或相關廠區之公司利益及形象之行為，如有違反，願意承擔一切法律責任。

The Supplier shall guarantee that during the contract execution between the Company and the Supplier, all documents provided, including but not limited to qualification certificate, license, corporation and personal data, residence, product's name, specification, quality, serve stander, instruments, and warrants, are all real and without any false, counterfeiting, altering, and concealing. If any situation above-mentioned are changed, the Supplier shall inform the Company immediately in the reasonable time, the Supplier shall fully implement ethical principle in the whole contract execution process.

The Supplier guarantee not to have any actions that violate the rights and the image of the Company and its affiliates intentionally or negligently, if any violation the Supplier shall bear all the legal responsibility.

供應商在提供產品或服務時，應提供符合法規及標準以及本集團要求規格內之合格品，不得提供瑕疵產品，如有違反願意承擔一切法律責任。

While providing the goods or services, the Supplier shall ensure the goods or services are in full compliance with regulations and the requirements of the Company's specification, the Supplier shall not offer goods with defect, and shall bear all the legal responsibility if any breach.

遵守廉潔陽光原則

Comply with the Honesty Principles

供應商不應進行或容忍任何形式之賄賂、勒索、不正利益索求收受或侵吞行為，並應實施監督及強制執行程序以確保遵行合規。

The Supplier shall not conduct or tolerate any form of bribery, extortion, acceptance of improper benefits, or misappropriation of behavior, and shall be implemented to monitor and enforce procedures to ensure compliance.

供應商不得對本集團員工或其關係人(包含配偶、父母、子女、兄弟姐妹、祖父母、外祖父

母、孫子女、外孫子女及其他關係密切之親屬或朋友)提供可能會影響與供應商之關係的禮物或任何其他類型之個人利益，含回扣、佣金、不當財物饋贈等，以及提供旅行協助、安排招待等利益。

The Supplier shall not offer gifts or any other type of personal interest, included preferential treatment, commissions, improper endowments, provide travel assistance and entertain to the employees of the Company or the relative of employee (including their spouse, parents, children, siblings, grandparents, grandchildren, or a person with whom they have a close relationship) that may affect relations in between with the Supplier and the Company.

供應商同意遵守本集團相關廉潔制度。供應商承諾不為達到交易目的而向本集團人員或其關係人提供、給付不正當利益或接受不正當利益之要求期約；不為謀取不正當利益誘使本集團人員接受或共同編造虛偽議價資料、影響交易價格或交易之達成、違背職務、未經正當程序將合約權利義務轉讓給第三方及其他損害本集團利益之行為；不為唆使或利誘本集團人員離職或違背職務之行為。

The Supplier agrees to comply with the honesty principles of the Company. The Supplier agrees not to offer improper endowments or accept improper offer from the employees of the Company or any interested person, the Supplier shall not makeup false bargain information, affect the price of contract, achievement of contract dealing, breach of duties, transfer rights and obligations of contract to the third party with an improper process, and any other behavior that may damage the Company's rights. The Supplier shall not solicit or induce the employees of the Company to resign or to breach of duties.

如供應商知悉以下情形之一者，應承諾抵制並向本集團檢舉，提供相關證據：

If the Supplier knows any situation under-mentioned, shall reject and report to the Company and provide relevant evidence:

- (1) 如本集團任何人員對供應商要求、期約、索取、或收受任何賄賂及其他不正當利益，或有直接或間接圖利自己或其關係人及(或)其指定人之行為者；

If any person of the Company demands, agrees to accept, or accepts a bribe or other improper benefits, directly or indirectly behavior to seek to gain illegal benefits for himself or others interested person.

- (2) 如供應商知悉本集團之其他交易對象有違反本廉潔承諾之行為者，供應商承諾立即向本集團檢舉並提供相關證據。

If the Supplier knows any other trading partners of the Company that has the

behaviors against this Honesty Principles, the Supplier shall report to the Company and provide relevant evidence.

本集團之受理檢舉單位為總部稽核室，連絡方式如下：

The contact window for such report is the Auditing Office of the Company, contact information as below:

申訴信箱(違反誠信經營)

Report e-mail (Against the Ethical Management)

電話：886-2-8726-2211 ext.6399 信箱：opinion@walsin.com

Tel: 886-2-8726-2211 ext.6399 E-mail: opinion@walsin.com

避免利益衝突

Avoid Conflicts of Interest

供應商與本集團之商業往來，應避免任何可能的利益衝突，供應商若發現任何潛在的利益衝突，必須立刻通報本集團，並採取適當措施以防止因此所可能導致的不當行為。

During business dealings with the Company, the Supplier shall avoid any possible conflicts of interest, if there is any potential conflicts of interest, the Supplier shall report to the Company immediately, and take proper actions to prevent any possible improper behavior.

智慧財產權保護

Protection of Intellectual Property Rights

供應商應當尊重知識產權，以保護知識產權的方法傳遞技術和生產知識；並承諾就本集團及其關係企業、客戶、交易相對人所有受營業秘密法保護之機密資訊，於接收該等機密資訊後負有保密義務，未經本集團書面同意不得利用或向任何第三方洩露、交付。

供應商應確保所有其供應、移轉或交付予買方之產物或商品，均無直接侵害、間接引誘或輔助侵害任何第三人之國內外智慧財產權。

供應商及所屬員工進出本集團廠區須遵循停留時間、路線、處所之要求，不錄音、錄影或攝像，未經同意，不抄錄、複製或夾帶任何資料文件，並接受本集團安全管理人員為必要之監督檢查。

The Supplier shall respect intellectual property rights, to delivery technology and to produce knowledge in a protected way, and commit to protect all confidential information of the Company, its affiliates, client and counterparty, which is protected by the Trade Secret Law, without the written permission of the Company, the Supplier shall not

disclose or deliver to any other third party.

The Supplier and its employee when in the Company's property, shall follow the rules of stay time, route, and demand of locations, and no record video, photograph, duplicate or take out any document without permission, and will accept necessary supervision and inspection from the Company's security administrator.

個人資料與隱私權保護

Personal Data and Privacy Protection

供應商必須合理地保護任何與其有業務來往者（包括供應商、客戶、消費者和員工）的個人資料和隱私。供應商應當在收集、儲存、處理、傳播和分享個人資料時遵守隱私和資訊安全法律及監管要求。

The Supplier shall protect personal data and privacy for the business contacts (include suppliers, customers and employees) in a reasonable manner. The Supplier shall comply with the requirements of privacy and information security laws and regulatory for collection, storage, processing, dissemination and sharing personal data.

貿易法令遵循

Compliance with Trading Regulation

供應商必須瞭解並遵循進出口及運送貨品予本集團或代本集團進出口及運送貨品所涉及的相關法令，包括原出口國的出口管制與海關法規、目的地國家的進口和海關法規、支付法令要求的關稅和其他稅賦、以及當地運輸的相關法令。供應商應向其員工和外包商提供運作程序及教育訓練以確保他們對前述法規的遵循。

The Supplier shall understand and in compliance with the regulations of import, export and delivery of goods to the Company, including export control of original country and customs regulations, pay duties and other taxes required by regulations, and the local regulations related to transport.

供應商應持續追蹤所適用的出口管制法令之更新以確保法令遵循，且應詳實揭露其供應、移轉或交付予買方之產物或商品所適用的出口管制法令。供應商不得參與任何非法、不當、反競爭或不公平之商業行為。

The Supplier shall keep track the newest export control regulations to ensure compliance with the law, and shall disclose details of the applicable act of the goods which the Supplier will supply, transfer or delivery to the Company. The Supplier shall not engage in any illegal, inappropriate, anti-competitive or unfair business practices.

環境保護

Environmental Protection

為確保公眾的健康及安全，供應商應該以環境信賴的方式經營，提供較具環境友善之產品或技術，並遵守所有相關環境法律。

In order to ensure public health and safety, the Supplier's operations shall be in the environmentally friendly way that provide environmental friendly products and technology and comply with all the environmental laws related to their businesses.

禁止使用衝突礦產

Prohibit Use of Conflict Minerals

企業製造產品過程以及所使用原料，可能引起社會及環境問題議題，其中對於來自剛果民主共和國的礦產，造成長期嚴重的武裝衝突狀態，世所矚目。

The social and environmental Issues related to manufacturing process & the product parts materials have received worldwide attention in recent years. The rich mineral resources in the Democratic Republic of Congo (DRC) have fueled one of the world's deadliest conflicts.

供應商應積極採行管理措施，以確保供應商及供應鏈皆能符合本集團以下「禁用衝突礦產」相關政策及規範。

The Supplier shall proactively take measures on the sources and origins of the above-mentioned minerals to ensure a conflict-free supply chain.

- 1 本集團不接受來自剛果民主共和國(以下簡稱剛果)及其周邊的國家和地區的所謂「衝突礦產」。

The Company does not accept conflict minerals originating from the Democratic Republic of the Congo (DRC) and its adjoining countries.

- 2 本集團的供應商必須善盡社會與環境保護責任，並確認所供應產品中所含的鈷(Co)，金(Au)，鈀(Pd)，鉭(Ta)，錫(Sn)和鎢(W)等金屬來源，確保不是來自於「衝突礦區」。

The Company's suppliers must conduct their operations in a socially and environmentally responsible way. The Suppliers shall trace the origins of the minerals used, e.g. Co, Au, Pd, Ta, Sn and W, to ensure that they are not conflict minerals.

- 3 本集團的供應商有義務應將此要求傳達給其上游供應商。

The Company's supplier shall impose the same requirement on their upstream suppliers.

持續改善

Continuous improvement

供應商應該透過實施適當的措施，將永續發展納入治理決策，並落實風險管理，減低對組織、員工、環境與社會的衝擊；此外，協助下游供應商遵守本承諾書中所要求的勞工、健康及安全與環境標準，持續改善其永續效能。

The Supplier should place the sustainable development policy into its corporate governance through the implementation of appropriate measures, and should implement the risk management in order to reduce the impact on the organization, employees, the environment and society; in addition, to assist downstream suppliers to comply with this Undertaking with regard to labor, health and safety and environmental standards, continue to improve its sustainable performance.

供應商承諾使其員工及其代理人遵守本承諾書之遵守誠實守信原則、廉潔陽光原則與智慧財產權保護原則；如違反前述原則，應就本集團之損失承擔賠償責任，且有權取消供應商之供應商資格，並得無條件終止/解除雙方部分或全部交易而不需承擔任何違約責任。供應商應付之賠償金，本集團有權逕行從應付供應商帳款中抵扣，並可採取刑事控告、民事求償等其他救濟手段。

The Supplier shall commit to make their employees and agents to comply with this Undertaking, if there is any actions against the above-mention regulations, the Supplier shall be liable for the damages of the Company, and the Company may disqualify the Supplier and terminate the contract without cause in a part or in whole without any liability. The Company may deduct the amount of the compensation from the Supplier's payable, and reserve the right to initiate criminal charge, civil charge and any other remedies.

華新麗華集團特指華新麗華股份有限公司、上海華新麗華電力電纜有限公司、東莞華新電纜有限公司、常熟華新特殊鋼有限公司、江陰華新特殊合金材料有限公司、江陰華新鋼纜有限公司、華新（南京）置業開發有限公司、南京華新物業管理有限公司、煙台華新不銹鋼有限公司、華新鎳業公司、印尼旭日公司等。

Walsin Lihwa Group means Walsin Lihwa Corporation, Shanghai Walsin Lihwa Power Wire & Cable Co., Ltd, Dongguan Walsin Wire & Cable Co., Ltd., Changshu Walsin Specialty Steel Co., Ltd., Jiangyin Walsin Specialty Alloy Materials Co., Ltd., Jiangyin Walsin Steel Cable Co., Ltd., Walsin (Nanjing) Development Co., Ltd., Nanjing Walsin Property Management Co., Ltd., Yantai Walsin Stainless Steel Co., Ltd., PT. Walsin

Nickel Industrial Indonesia., PT. Sunny Metal Industry., and other Walsin Lihwa Corporation controlled entities.

Signature of Authorized Person: _____

Job Title: _____

授權簽名者簽名

職稱

Date: _____

簽署日期

The Supplier's Company Full Name: _____ (With
Company Seal)

公司全名

(加蓋公司章)