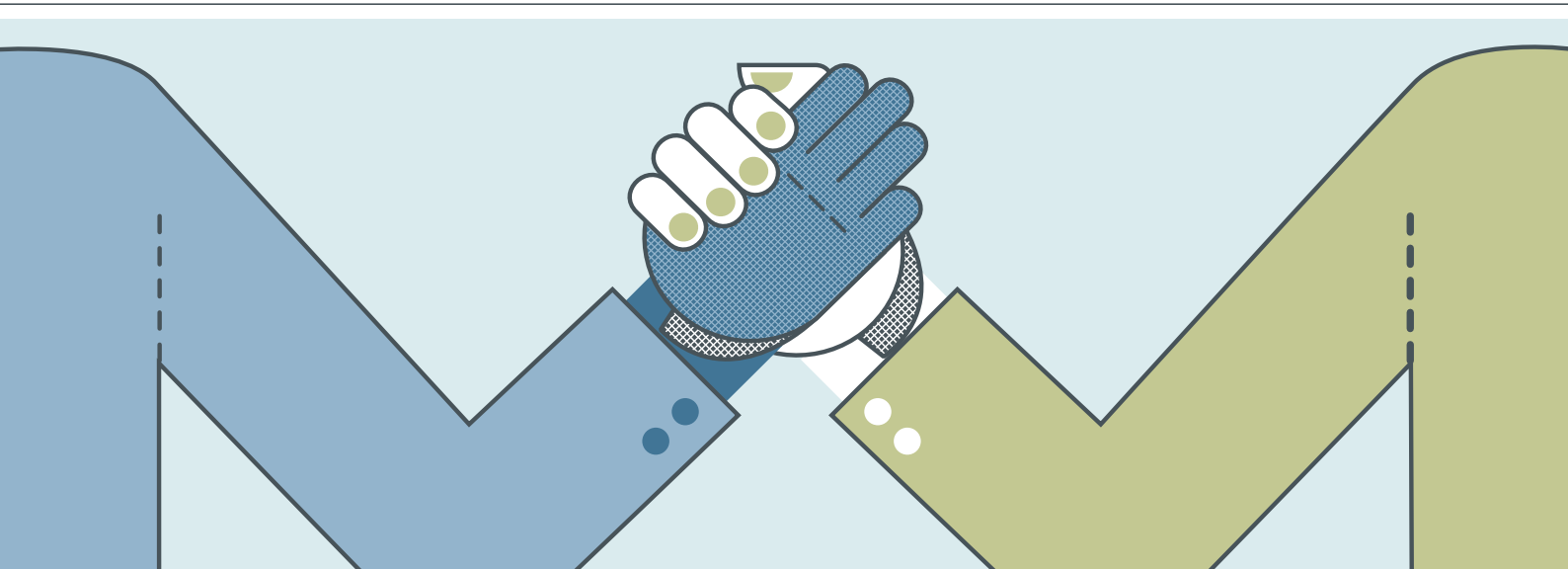


# VOLKSWAGEN

GROUP CHINA



## Code of Conduct for Business Partners

Volkswagen Group requirements regarding sustainability in its relationships with business partners

## 商业伙伴 行为准则

大众汽车集团关于商业伙伴关系可持续发展管理之要求

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## Preface

The following requirements define the Volkswagen Group's expectations regarding the mindset and conduct of business partners in their corporate activities, in particular with reference to suppliers and sales partners. The requirements are considered the basis for successful execution of business relations between the Volkswagen Group and its partners.

These sustainability requirements for business partners are based on national and international provisions and conventions, such as the principles of the UN Global Compact, the Business Charter for Sustainable Development of the International Chamber of Commerce, the OECD Guidelines for Multinational Enterprises, the UN Guiding Principles on Business and Human Rights and the relevant conventions of the International Labour Organisation (ILO), as well as the Guiding Principles to Enhance Sustainability Performance in the Supply Chain issued as part of the Drive Sustainability initiative.

In addition, the sustainability requirements are also based on internal standards and values such as the declaration on social rights and industrial relations at Volkswagen, the Occupational Safety Policy in the Volkswagen Group, Volkswagen's Environmental Policy and the environmental objectives and guidelines derived from this, the quality policy, and the Volkswagen Group Code of Conduct for employees.

## 前言

下列要求阐明了大众汽车集团对商业合作伙伴，尤其是供应商和销售伙伴，在其企业活动中思维和行为方式的期望。这些要求是大众汽车集团与其合作伙伴成功发展业务关系的基础。

这些要求是基于国家及国际规定和惯例制定的。它们主要建立在《联合国全球契约》、《国际商会可持续发展商业宪章》、《经合组织跨国企业准则》、《联合国工商企业与人权指导原则》和国际劳工组织的有关公约等基础上，并结合了 Drive Sustainability (驱动可持续发展) 倡议中有关《提高供应链可持续发展表现的指导原则》的内容。

此外，这些要求还基于集团的内部标准和价值观，例如集团关于社会权利和劳资关系的宣言、集团的职业安全政策、大众汽车集团的环境政策以及由此衍生的环境目标和指导方针、集团的质量方针和大众汽车集团雇员行为守则。

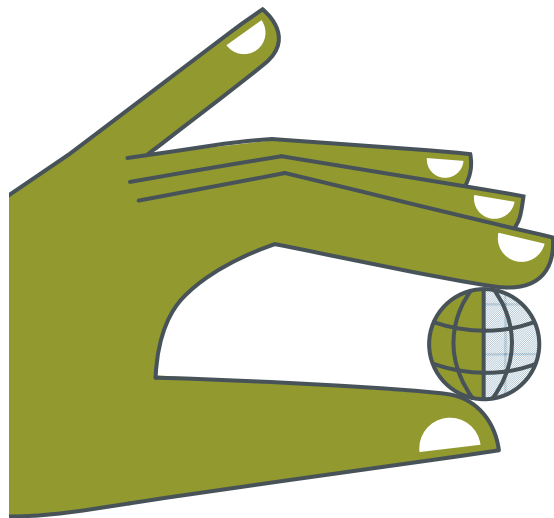
## Purpose and motivation

Integrity and Compliance is the bedrock for success of our company. We want to be driven by Integrity and Compliance excellence in all our operations.

Our goal is to maintain a competitive edge through the quality and lasting value of our products and services as well as through our successful and sustainable business activities. Our company's long-term success also depends on how promptly we identify risks and opportunities, and that we consistently comply with laws, regulations, ethical principles and our own voluntary commitments.

Not only do we set high standards within the Volkswagen Group, we also work to ensure compliance with these standards along the entire value chain. This approach is based on recognition of the simple fact that responsible conduct and commercial success are not mutually exclusive, but actually foster one another.

We expect this understanding and this mindset not only from all our employees, but also from our business partners. Our business partners convey these principles and the obligations they entail to their own employees as well as to their business partners. They may also implement additional rules.



## 目的和动机

诚信与合规是我们公司成功的基石。我们希望卓越的诚信与合规驱动我们全部的运营。

我们的目标是成功开展可持续的商业活动，提供高品质和高性价比的产品和服务，让我们在竞争中占据优势。公司的长期成功还取决于我们是否能够及时发现风险和机遇，以及我们是否始终遵守法律法规、道德原则，并主动做出承诺。

我们不仅在大众汽车集团内部设定了高标准，还努力确保整个价值链符合这些标准。这种做法基于一个简单的事实，即负责任的行为和商业成功不是相互排斥的，而是相互促进的。

我们不仅期望我们自己的员工并称这样的理念和心态，同时对商业合作伙伴也有一样的要求。我们希望大众汽车集团的商业合作伙伴向他们的雇员和商业合作伙伴传达这些原则和责任。此外，以上各方还可实施额外的要求。



## Cooperation

The Volkswagen Group's business partners play an integral part in the Group's business success. Partnership creates lasting business relationships which are mutually beneficial. Therefore, the Group is focused on close cooperation with its business partners.

Applying the sustainability requirements, we are aware of our responsibility for the economic, ecological and social impact of our actions. We also expect this of our business partners, particularly where human rights, health and safety at work, environmental protection and combatting corruption are concerned.

## 合作

我们的商业合作伙伴在大众汽车集团取得成功的过程中扮演了不可或缺的角色。合作让我们之间建立了持久、互利的业务关系。因此，大众汽车集团高度重视与商业合作伙伴的密切合作。

通过施行可持续发展之要求，我们意识到我们的行为对经济、生态和社会产生影响，而我们对此负有责任。因此，大众汽车集团也希望我们的商业合作伙伴能够意识到自己肩负责任，尤其是在人权、健康、工作安全、环境保护和打击腐败这些大家重点关注的领域。



## Scope and coverage

The following sustainability requirements apply to all business relations between the Volkswagen Group and its business partners, insofar as they apply to the respective business activities.

Furthermore, business partners must take appropriate steps to also ensure compliance with these requirements by their own business partners and along the supply chain.

## 适用与覆盖范围

以下可持续发展之要求适用于大众汽车集团及其商业合作伙伴之间的所有业务关系，只要这些要求适用于各自的业务活动。

此外，大众汽车集团的商业合作伙伴必须采取适当措施，确保他们自身的合作伙伴和供应链符合这些要求。



## Requirements

### 1. Environmental protection

The Volkswagen Group takes responsibility for continually improving the environmental compatibility of its products and services as well as for reducing the demands made on natural resources throughout the life cycle while taking economic factors into account. Business partners must comply with all applicable environmental laws and regulations in all countries in which they operate.

The following policies and standards are binding for suppliers:

- Volkswagen's Environmental Policy;
- The environmental targets of the Technical Development division;
- VW Standard 01155 (Vehicle Supply Parts);
- Sections 2.1 (Objectives of standard), 8 (Environmental compatibility), 9.1 (Material requirements and prohibitions) and 9.2 (Material requirements) of VW Standard 99000 (General Requirements for the Performance of Component Development Contracts); and
- The specifications in the standard parts specifications.

In addition, the Volkswagen Group expects all its business partners to observe and comply with the following:

#### Creation and application of environmental management systems

Environment-oriented management is one of the main objectives of corporate policy. Therefore, the Volkswagen Group requires all business partners with the relevant risk profiles to have a suitable environmental management system in place. The Group expects those business partners that operate production sites with more than 100 employees to have a certification according to the international standard ISO 14001 or the EMAS Regulation of the European Union.

For sales partners, the Volkswagen Group recommends the international standard ISO 14001 or alignment with ISO 14001.

## 要求

### 1. 环境保护

大众汽车集团不断提高其产品的环境兼容性，在产品和服务的整个生命周期中减少使用自然资源，同时兼顾经济因素。因此大众汽车集团理应要求其商业合作伙伴遵守业务所在国家所有适用的环境法律法规。

供应商必须遵守以下政策和标准：

- 大众汽车集团的环境政策；
- 技术研发部门的环境目标；
- 大众标准01155（车辆零部件）；
- 大众标准99000（组件开发合同执行总要求）的第2.1节（标准的目标），第8节（环境兼容性），第9.1节（物料需求和禁例），第9.2节（物料需求）；以及
- 标准组件规章目录中的规章。

此外，大众汽车集团希望其商业合作伙伴注意并遵守以下几点：

#### 环境管理系统的创建和应用

以环境为导向的管理是集团政策的主要目标之一。因此，对于所有存在相关业务风险的商业合作伙伴，大众汽车集团希望其建立一套适宜的环境管理体系。此外，对于那些拥有超过100名雇员的生产场所的商业合作伙伴，大众汽车集团要求其具备一套通过认证且符合ISO14001国际标准或欧盟生态管理和审核计划指令的环境管理体系。

对于销售合作伙伴，大众汽车集团建议其遵循ISO14001国际标准或向该标准看齐。

### Active approach to environmental challenges; avoidance of damage to the environment and health

Business partners shall tackle ecological challenges with due care and foresight. The development and dissemination of environmentally-friendly technologies shall be encouraged. Suppliers are expected to improve the environmental performance of products and services by setting targets and monitoring environmental key performance indicators. Impacts on the environment and the health of employees must be avoided or kept to a minimum in all activities throughout the entire lifecycle of the products and services. Business partners shall in particular make efforts to minimize air emissions that pose a risk to the environment and health, including greenhouse gas emissions. In order to improve the environmental key performance indicators for products and services, suppliers must provide for proactive management of the most important environmental indicators, including the reduction of greenhouse gas emissions along the entire supply chain. The Volkswagen Group monitors the developments of its business partners. For this reason, suppliers must, upon request, provide the Volkswagen Group with information on total energy consumption in MWh and CO<sub>2</sub> emissions in metric tons (scope 1, 2 and 3).

### Resource efficient products and processes

The efficient use of energy, water and raw materials, the use of renewable resources and the minimization of damage to the environment and health are all taken into consideration in the development, raw material extraction, manufacture, product service life and recycling stages as well as in other activities.

### Registration, evaluation and restriction of substances and materials

Business partners must avoid the use of substances and materials with adverse environmental or health impacts. To that end, business partners must identify alternative environmentally-friendly solutions that are effective over the long term. Business partners are obliged to register, declare and, if applicable, obtain approval for substances pursuant to legal requirements in the respective markets.



### 积极应对环境挑战；避免损害健康和破坏环境

商业合作伙伴不仅应重视应对生态挑战，而且还要深谋远虑。应鼓励开发和推广环境友好型技术。供应商应通过设定目标和监控环境关键绩效指标来改善产品和服务的环境表现。在产品和服务整个生命周期内的所有活动中，应当避免对环境和员工健康带来负面影响或将影响降至最低。商业合作伙伴应格外注意那些对环境和健康构成威胁的废气，包括温室气体，努力将此类气体的排放降至最低。为了改善产品和服务的环境影响关键指标，供应商必须对最重要的环境指标进行积极管理，包括减少整个供应链的温室气体排放。大众汽车集团需要对其商业合作伙伴在这方面的发展进行监控。因此，供应商必须根据要求向大众汽车集团提供其总能耗信息（以兆瓦时为单位）和二氧化碳排放量信息（以公吨为单位）（范围1、2和3）。

### 在产品和流程中高效利用资源

在开发、原材料提取、制造、产品使用阶段、回收阶段以及其他活动中，都应当有效利用能源、水和原材料，使用可再生资源，并把对环境和健康的负面影响降至最低。

### 物料的登记、评估和限用

商业合作伙伴必须避免使用对环境或健康带来不良影响的物料。为此，商业合作伙伴必须找到长期有效的环境友好型替代方案。商业伙伴有义务根据各自市场的法律要求对物料进行登记和申报，并在必要情况下获得有关部门批准。



### Waste and recycling

Avoiding waste, re-using resources, recycling as well as the safe, environmentally-friendly disposal of residual waste, chemicals and waste water must be taken into account in the development, production, product service life and subsequent end-of-life recycling as well as in other activities.

### Quality and safety

Upon delivery, all products and services must meet the contractually agreed quality and safety criteria and must be safe for their intended use.

## 2. Human rights and labor rights of employees

**For the Volkswagen Group, respect of the internationally recognized human rights forms the basis of all business relationships. Our business partners undertake to respect the rights of employees and other stakeholders and to treat them according to the rules of the international community.**

### No slavery and no human trafficking

Business partners reject all conscious use of forced and compulsory labor as well as all forms of modern slavery and human trafficking. There is no bonded labor or involuntary prison labor. Employment relationships are entered into on a voluntary basis and may be terminated by employees at their own discretion and within a reasonable notice period.

### 废物和回收

在产品开发、生产及使用阶段中,以及在随后的报废回收和其他活动中,应当避免浪费,重复使用、回收利用资源,对残留废物、化学品和废水进行安全、环保的处置。

### 质量和安全

在交付时,所有产品和服务必须符合合同中规定的质量和安全标准,且可以安全地依照预期使用。

## 2. 员工的人权和劳工权利

对大众汽车集团而言,尊重国际公认的人权是所有业务关系的基础。我们的商业合作伙伴承诺尊重雇员和其他利益相关方的权利,并遵循国际社会关于人权和劳工权利的规定。

### 不进行奴役和人口贩运

商业合作伙伴应反对所有有意的强迫或强制劳动,以及一切形式的现代奴役和人口贩运。不得开展抵债性劳动和非自愿的囚犯劳动。雇佣关系建立在双方自愿的基础之上,雇员可在适当的离职通知期限内自行决定终止雇佣关系。

### No child labor and protection of young employees

Child labor is prohibited. The minimum age for admission to employment in accordance with state regulations must be observed. Convention C138 of the International Labour Organisation (ILO) shall apply if no such state regulations exist. Under the terms of this Convention, no child under 15 years of age may be employed or work directly or indirectly, except in those cases set out in Articles 6 and 7 of the Convention. Business partners must ensure that young employees under 18 years of age do not work overtime or night shifts and are protected against working conditions that harm their health, safety, morale or development.

### No discrimination and no harassment

Business partners reject all forms of discrimination and harassment. Business partners must not discriminate against any employees, for example on the grounds of ethnic origin, skin color, gender, religion, nationality, sexual orientation, social background, age, physical or mental limitations, marital status, pregnancy, membership in a trade union or political affiliation insofar as this is based on democratic principles and tolerance

towards those of a different opinion. In general, employees are selected, employed and supported on the basis of their qualifications and capabilities.

Business partners undertake to ensure a working environment free from harassment. They shall promote a social environment that fosters respect for the individual. Business partners shall ensure that employees are not subjected to physically or psychologically inhuman treatment, physical punishment or threats.

### Compensation and benefits

The compensation and benefits paid or received for a normal working week correspond at the very least to the legally valid and guaranteed minimum. Where statutory provisions or collective bargaining agreements do not exist, they are based on industry-specific, customary local compensation and benefits that ensure an appropriate standard of living for the employees and their families.

### 不雇佣童工，保护年轻雇员

禁止雇用童工。必须遵守国家规定的最低就业年龄。如该国不存在最低就业年龄限制，则应适用国际劳工组织第138号公约。根据该《公约》的条款，15岁以下的儿童不得直接或间接受雇或工作，《公约》第6条和第7条规定的情况除外。商业合作伙伴必须确保，18岁以下的年轻雇员不存在加班或上夜班的情况，且他们的工作环境不得对其健康、安全、精神面貌或未来发展造成负面影响。

### 不得歧视和骚扰

商业合作伙伴必须反对一切形式的歧视和骚扰。不得以诸如种族、肤色、性别、宗教信仰、国籍、性取向、社会背景、年龄、身体或精神限制、婚育、工会会籍或政治派别为由歧视任何雇员。基于民主原则宽容对待持有不同意见的人士。一般来说，根据资历和能力选择、聘用和提拔员工。

商业合作伙伴应确保工作环境不存在骚扰情况。他们应促进尊重并确保雇员在身体或心理上免受不人道待遇、体罚或威胁。

### 薪酬和福利

薪酬和福利按正常每周工作时间支付或收取，至少应当达到法律规定的最低标准。当法律条款或集体劳资协议不存在时，薪酬和福利则基于当地行业惯例制定，保证雇员及其家人适当的生活标准。

### Working hours

The business partner must ensure that working hours correspond at least to the respective national legal requirements or the minimum standards of the respective national economic sectors. If there are no legal requirements or minimum standards, the international standard of the ILO of a maximum of 48 hours of work per week with a rest period of at least 24 consecutive hours every seven days shall apply. According to the ILO, a maximum of 12 hours of overtime, temporarily and in the case of emergencies, such as urgent repair work, may be completed per week.

### Occupational health, safety and fire safety

Volkswagen Group business partners must comply with the national occupational health, safety and fire safety legislation. All occupational health and safety measures shall not involve any expenditure for the employees (ILO Convention 155). Furthermore, a process enabling the continuous reduction of work-related health hazards and improvement of occupational health, safety and fire safety must be established.

### To that end, business partners must in particular:

- Inform employees of identified hazards and the associated preventive and corrective measures put in place to minimize hazards. The information must be available in the languages relevant for employees.
- Conduct sufficient employee training on the prevention of work-related health disorders, the prevention of accidents at work, first aid, chemicals management and fire safety.
- Provide suitable protective equipment and protective clothing free of charge.
- Install appropriate fire protection equipment such as fire detectors and fire extinguishers.
- Monitor and control work-related health hazards and the resulting protective measures.
- Label the chemicals used pursuant to the Globally Harmonized System of Classification and Labelling of Chemicals (GHS) or the Classification, Labelling and Packaging Regulation in European countries. In case of any discrepancy between the aforementioned standards and Chinese laws, regulations and standards, the latter shall prevail. Chemicals must be stored in line with national regulations.

### 工作时间

商业合作伙伴必须确保雇员的工作时间至少与当地国家的法定标准或当地国家经济部门的最低标准相符。如果不存在法律要求或最低标准，则应根据劳工组织的国际标准，即每周最多工作48小时，每七天至少连续休息24小时。根据劳工组织的规定，在临时性的突发情况下，例如紧急维修需要临时加班，每周加班时间不得超过12小时。

### 职业健康、安全和消防安全

大众汽车集团的商业合作伙伴必须遵守所在国家的职业健康、安全和消防安全相关法律。不得要求雇员支付所有与职业健康和安全的支出（国际劳工组织第155号公约）。此外，必须建立一套流程，以持续减少与工作相关的健康危害，并改善职业健康、安全和消防安全。

### 为此，商业合作伙伴必须特别注意：

- 告知雇员已知的危险以及相关的预防和纠正措施，以最大限度地减少危险。必须用雇员可以理解的语言传达相关信息。
- 就预防工作相关的健康问题、预防工作事故、急救、化学品管理和消防安全开展充分的雇员培训。
- 免费提供合适的防护设备和防护服。
- 安装适当的消防设备，如火灾探测器和灭火器。
- 监控与工作相关的健康危害及其防护措施。
- 根据《全球化学品统一分类和标签制度》（GHS）或欧洲国家的《分类、标签和包装条例》给所使用的化学品贴上标签。当前述标准与中国法律、法规和标准存在差异时，后者适用。化学品必须按照国家规定储存。

- Provide appropriate emergency plans, fire protection equipment and first aid material for medical first assistance in the event of an accident and organize adequate transport for the further treatment of casualties.
- Ensure an appropriate number of emergency exits, escape routes and emergency assembly points which are marked with sufficient signage.

In the event that an accident at work occurs despite all efforts of the business partner, first aid must be provided in line with the relevant country-specific provisions.

### Working and living conditions

Business partners provide employees with toilet facilities and drinking water – taking account of national laws and regulations or standards. All facilities for the consumption and preparation of food as well as for food storage must be hygienic. If the nature of the work requires the provision of dormitories for workers, these must be clean and safe, and provide sufficient space.

### Freedom of association

The basic right of all employees to form trade unions and employee representations and to join them is respected. In countries where this right is restricted by local laws, alternative legitimate options for employee participation shall be supported.

## 3. Transparent business relations

### Commissioning business partners

The Volkswagen Group and its business partners bear responsibility for their own actions and for selecting their business partners. Therefore, the Volkswagen Group conducts risk-based integrity due diligence with regard to its business partners. The Group's business partners act with integrity and protect the reputation of the Volkswagen Group. They, in turn, work towards ensuring that they only maintain business relations with appropriately checked business partners that act in compliance with rules and regulations. They take appropriate actions to remediate identified violations and prevent them in the future.“

- 提供适当的应急计划、消防设备和急救物资, 以便在发生事故时提供医疗急救, 并为进一步救治伤员提供适当的交通工具。
- 确保紧急出口、逃生路线和紧急集合点数量充足、安排合理, 并在上述位置充分设置标志。

如果发生工作事故, 商业合作伙伴除了尽一切努力处理事故外, 还必须按照所在国相关规定开展急救工作。

### 工作和生活条件

商业合作伙伴根据所在国家的法律法规或标准为雇员提供卫生间和饮用水设施。所有用于进食、备餐以及储存食品的设施必须干净卫生。如果工作性质要求为工人提供宿舍, 宿舍必须干净安全, 空间充足。

### 结社自由

员工具有成立工会和员工代表组织并加入这些组织的权利, 且这一权利应得到尊重。在这一权利受到当地法律限制的国家, 商业合作伙伴应支持员工参与其它合法组织。

## 3. 透明的商业关系

### 委托商业合作伙伴

大众汽车集团及其商业合作伙伴对自身的行为和商业合作伙伴的选择负有责任。因此, 大众汽车集团需要对其商业合作伙伴进行基于风险的诚信尽职调查。集团的商业合作伙伴必须诚信行事, 保护大众汽车集团的声誉。他们必须努力确保仅与遵纪守法且通过适当检查的合作伙伴保持业务关系。如果发现违规行为, 他们必须采取适当的补救措施, 并防止此类情况再次发生。

### Avoiding conflicts of interest

The Volkswagen Group's business partners make decisions solely on the basis of objective criteria and are not influenced by financial or personal interests or relationships.

### Prohibition of corruption

The Volkswagen Group and its business partners do not tolerate corrupt practices and take action against such practices. Therefore, the Volkswagen Group supports national and international efforts not to influence or distort competition through bribery. The Group requires its business partners to reject and prevent all forms of corruption, including what are known as facilitation payments (payments to speed up the performance of routine tasks by officials). Business partners must ensure that their employees, subcontractors and agents do not grant, offer or accept bribes, kickbacks, facilitation payments, improper donations or other improper payments or benefits to or from customers, officials or other third parties.

## 4. Fair market behavior

### Free competition

The business partners respect fair and free competition. Therefore, the Volkswagen Group requires its business partners to comply with the applicable competition and antitrust regulations. In particular, they must not enter into anti-competitive arrangements or agreements with competitors, suppliers, customers or other third parties and do not abuse a possible market dominant position. Business partners must ensure there is no exchange of competitively sensitive information or any other behavior that restricts or could potentially restrict competition in an improper manner.

### 避免利益冲突

大众汽车集团的商业合作伙伴应根据客观标准做出决定，不受经济利益、个人利益或关系的影响。

### 打击腐败

大众汽车集团及其商业合作伙伴不容忍任何腐败行为，并坚决打击此类行为。因此，大众汽车集团支持国内和国际为使竞争免受贿赂影响和扰乱所作出的努力。集团要求其商业伙伴杜绝任何形式的腐败，包括所谓的通融费（为了加快公务员执行常规公务的速度而支付的费用）。商业伙伴必须确保其雇员、分包商和代理商不会向客户、政府官员或其他第三方承诺或给予或者接受来自前述各方的贿赂、回扣、通融费、不当捐赠或者其他不当报酬或利益。

## 4. 公平的市场行为

### 自由竞争

商业合作伙伴应尊重公平自由竞争的市场原则。大众汽车集团要求其遵守有效的、适用的竞争法和反垄断法，尤其是不与竞争对手、供应商、客户或其他第三方达成反竞争协议，不滥用市场支配地位。此外，商业合作伙伴必须妥善保管竞争敏感信息，不得与他方交换信息，且不得以任何不当方式限制竞争。

### Import and export controls

The business partners strictly comply with all applicable laws for the import and export of goods, services and information. Furthermore, they comply with applicable sanctions lists.

### Money laundering

The business partners ensure compliance with the applicable legal provisions against money laundering.

### Protection of confidential information

The business partners must use and protect all information in an appropriate manner. Furthermore, data must be managed in line with its classification. Business partners must ensure that sensitive data is properly collected, processed, saved and deleted. The business partners commit their employees to keep business secrets confidential. Confidential content may not be published, transmitted to a third party or made available in any other form without the necessary authorization.

The processing of all personal data relating to employees, customers and business partners (e.g. capture, storage, collection, use, provision) must be carried out in accordance with the applicable data protection legislation.

## 5. Duty of care to promote responsible raw material supply chains

Our suppliers are required to comply with their due diligence obligations with regard to relevant raw materials – in particular tin, tantalum, tungsten, gold, cobalt and mica.

This includes the implementation of measures aimed at identifying risks – inter alia in relation to the direct or indirect financing of armed conflicts and serious violations of human rights, including child labor, forced labor and slavery – and taking appropriate measures to minimize such risks.

This also includes continuous efforts by suppliers to enhance transparency along the upstream supply chain extending back to raw material extraction. Information regarding smelters or refineries used by suppliers or sub-suppliers must be disclosed to the Group upon request by Volkswagen.

We expect suppliers to avoid using raw materials from smelters or refineries that do not meet the requirements of the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas.

### 进出口管制

商业合作伙伴在进出口商品、服务和信息方面应严格遵守所有适用的法律。此外，他们还应注意避免适用的制裁名单上的服务商或产品。

### 洗钱

商业合作伙伴应确保遵守适用的反洗钱法律规定。

### 保护机密信息

商业合作伙伴必须以适当的方式使用和保护所有信息。此外，他们必须分类管理数据。商业合作伙伴必须确保妥善收集、处理、保存和删除敏感数据。商业合作伙伴应要求他们的雇员保守商业秘密。未经必要授权，不得将机密信息发布、传送给第三方或以任何其他形式提供机密内容。与雇员、客户和商业合作伙伴相关的所有个人数据的处理（如采集、存储、收集、使用、提供）必须依据适用的数据保护法进行。

## 5. 履行谨慎义务，促进负责任的原材料供应链建设

我们的供应商必须履行相关原材料的尽职调查义务，特别是锡、钽、钨、金、钴和云母。

这包括采取措施以识别风险——特别是以下风险：直接或间接资助武装势力，严重侵犯人权，包括雇佣童工、强迫劳动和奴役等——并采取适当措施尽量减少此类风险。

此外，供应商还应不断提高从原材料提取开始的供应链上游的透明度。供应商或次级供应商必须按照大众汽车集团的要求，向集团披露其使用的冶炼厂或精炼厂的信息。对于不符合《经合组织受冲突影响和高风险地区矿业责任供应链尽职调查指南》要求的冶炼厂或精炼厂，我们希望供应商避免使用其原材料。

These due diligence requirements are an extension of the above sustainability requirements regarding environmental protection, human rights and employee labor rights, transparent business relations and fair market behavior, which are integral parts of the due diligence process.

## 6. Integration of sustainability requirements in organization and processes

The Volkswagen Group expects the values anchored in these sustainability requirements to be integrated in day-to-day business through structured and competent management of the business partner. Management must identify and assess legal and other requirements and train employees to ensure compliance with these requirements.

### Policy statement

The Volkswagen Group recommends that business partners create an internal policy statement (e.g. a code of conduct) which sets forth their commitments to social, ethical and ecological standards. This statement shall be written in languages understood by employees at the business partner's locations.

### Documentation

To the extent required by law, business partners must keep records of the relevant documents and notes to ensure compliance with regulations. This includes keeping records of necessary permits and licenses.



这些尽职调查要求是以上可持续性要求的延伸, 与上述的环境保护、人权和雇员劳动权利、透明的商业合作伙伴关系和公平的市场行为一起, 构成尽职调查的组成部分。

## 6. 在组织和流程中潜入可持续发展之要求

大众汽车集团期望商业合作伙伴通过结构化和称职管理, 将这些可持续发展要求中的价值观融入日常业务中。管理层必须识别和评估法律法规及其他相关要求, 并对雇员进行培训, 以确保其遵守这些要求。

### 政策声明

大众汽车集团建议商业合作伙伴制定一份内部政策声明(如行为准则), 阐明其对社会、道德和生态的承诺。此声明应以商业合作伙伴所在地的雇员能够理解的语言书写。

### 文档记录

在法律要求的范围内, 商业合作伙伴必须保留相关文件和注释的记录, 以确保符合法规。包括对必要的许可证和执照进行留档。



### Training

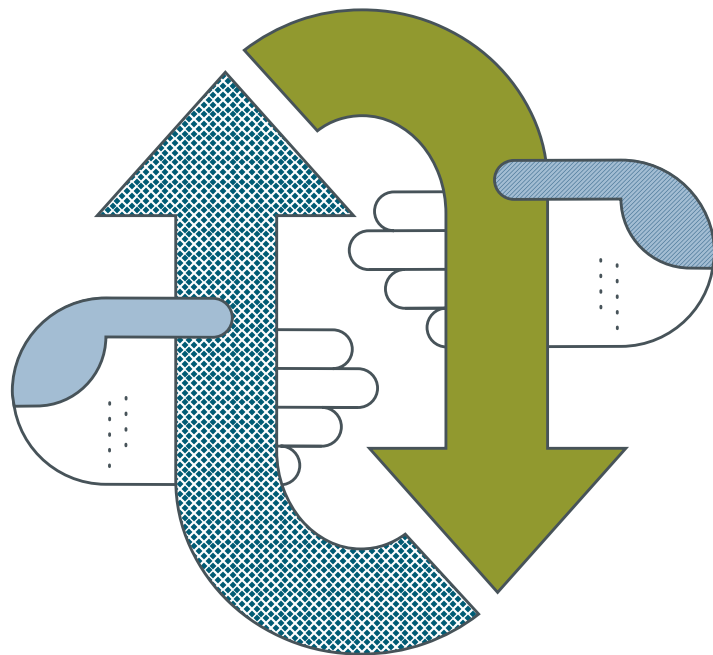
Business partners shall develop training programs to improve the definition of guidelines, the implementation of processes and the communication of expectations towards their employees. Business partners shall continually qualify their employees and encourage them to act according to rules and regulations.

### Responsibility

The Volkswagen Group recommends that business partners appoint a sustainability officer or a similar officer who reports to the management of the respective business partner. This officer shall develop and implement sustainability targets and measures within the company and ensure compliance with a code of conduct.

### Dealing with misconduct

The Volkswagen Group expects that employees of the business partner are able to speak up in the event of non-compliance with the requirements set out in this document.



### 培训

商业合作伙伴应制定培训计划，加强对方针的阐述，对流程的落实，并向员工传达公司期望。商业合作伙伴应确保雇员的能力和资质，并鼓励他们按照规章制度行事。

### 责任

大众汽车集团建议商业合作伙伴任命一名可持续发展官或类似职位，向其公司的管理层报告。该职员负责在公司内制定和实施可持续发展目标和措施，并确保雇员遵守行为准则。

### 如何对待不当行为

如遇到违反本文件要求的情况，大众汽车集团希望商业合作伙伴的员工能够敢于直言。



## Verification of compliance with the requirements by the Volkswagen Group

The Volkswagen Group reserves the right to verify compliance with these requirements using appropriate means. This verification may take the form of questionnaires or involve the deployment of experts on-site.

An on-site audit of this nature is only carried out following prior notification and in the presence of representatives of the business partner during regular working hours and in accordance with applicable laws, in particular with regard to data protection.

The verification/on-site audits described above may also take place prior to commissioning of the business partner and are then mandatory for the contract. Any identified non-compliance with the sustainability requirements in the supply chain of a supplier will be assessed by the supplier within a reasonable period of time; the supplier is responsible for remedying such non-compliance at no additional cost to the Volkswagen Group.

## 大众汽车集团 对合规情况的验证

大众汽车集团保留以恰当手段对商业合作伙伴是否遵守集团要求进行验证的权利，形式包括问卷或派遣专家至现场。

现场审计仅在事先通知商业合作伙伴后开展，并在正常工作时间内、有商业合作伙伴代表在场的情况下，遵循适用法律（尤其是信息保护法）进行。

上述验证/现场审计亦可能在正式定点商业合作伙伴之前进行。在定点委托后，上述验证/现场审计将具备合同强制性。如果在供应商的供应链中发现任何不符合可持续发展要求的情况，供应商必须在一段合理的时间内对其进行评估；供应商负责对不合规情况进行整改，且大众汽车集团无需为此承担额外费用。



## Reporting options and points of contact for reporting misconduct

Misconduct must be identified, processed and remedied immediately to protect the Volkswagen Group, its employees and business partners. That calls for vigilance on the part of everyone along with a willingness to draw attention to possible serious regulatory violations on the basis of concrete evidence. We also value information of this nature from business partners, customers and other third parties.

The Volkswagen whistleblower system is responsible for reports on serious regulatory violations and violations of the applicable laws and regulations by Volkswagen Group employees. These are in particular violations that significantly harm the reputation or the financial interests of the Volkswagen Group or one of its Group companies.

In the context of a fair and transparent procedure, the whistleblower system protects the company, the persons implicated and the whistleblowers. The system is founded on standardized and swift processes along with the confidential and professional processing of reports by internal experts.

- If there is concrete evidence of potential misconduct on the part of Volkswagen Group employees or business partner employees when collaborating with the Volkswagen Group, please report this to the Volkswagen whistleblower system.

The whistleblower system can be accessed in various ways, e.g. by clicking the “Volkswagen Group China”, “Compliance & Risk Management” tabs on the Volkswagen Group China website at [www.volkswagenrouppchina.com.cn](http://www.volkswagenrouppchina.com.cn).

- If there is concrete evidence of potential misconduct by suppliers’ employees, please report this by emailing [sustainability@vwgroupsupply.com](mailto:sustainability@vwgroupsupply.com) or via the Volkswagen whistleblower system.

The Regional Investigation Office is the contact point in mainland China. It can be reached by emailing [io@volkswagen.com.cn](mailto:io@volkswagen.com.cn) or via 010-6531 4794. The investigation office responsible for handling the reports and the investigations will treat the information obtained as confidential and strictly follow the need-to-know principle unless expressly prohibited by the applicable laws. Anonymous hints are also possible.

The Volkswagen whistleblower system offers the option of using BKMS, an internet-based communication platform, for contacting lawyers working in the Central Investigation Office in Germany. This platform is confidential and protected. Whistleblowers can decide for themselves whether they wish to provide their names when making a report.

## 举报不当行为的方式和联络点

商业合作伙伴应识别、处理并立即纠正不当行为，以保护大众汽车集团、集团雇员和商业合作伙伴的利益。这需要每个人保持警惕，在掌握切实证据的前提下主动关注可能的严重违规行为。同时，我们也希望商业合作伙伴、客户和其他第三方能够为我们提供此类性质的信息。

大众汽车集团举报系统旨在让知情人士举报集团雇员的严重违规和违法行为，特别是严重损害了大众汽车集团或旗下公司声誉或财务利益的违规行为。

该举报系统的程序公平而透明，对公司、涉事人员和举报者进行保护。该系统拥有标准化的快速流程，由内部专家对举报内容进行专业处理，并严格保密。

- 如果有切实证据证明大众汽车集团雇员或商业合作伙伴雇员在公司合作过程中存在潜在不当行为，请向大众汽车集团举报系统报告。知情人士可通过多种方式访问举报系统，例如点

击大众汽车集团（中国）官网（[www.volkswagenrouppchina.com.cn](http://www.volkswagenrouppchina.com.cn)）上的“大众汽车集团（中国）”、“合规与风险管理”标签。

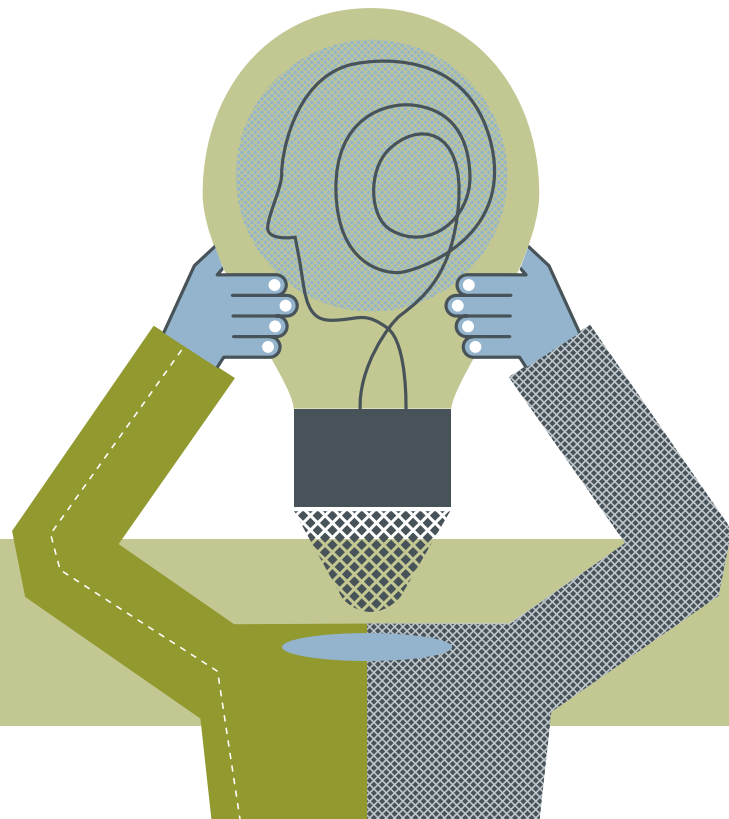
- 如果有切实证据表明供应商雇员存在潜在不当行为，请向 [sustainability@vwgroupsupply.com](mailto:sustainability@vwgroupsupply.com) 发电子邮件或通过大众汽车集团举报系统进行举报。

区域调查办公室是中国大陆的联络点，可以通过发送电子邮件至 [io@volkswagen.com.cn](mailto:io@volkswagen.com.cn) 或拨打 010-6531 4794 与其联系。调查办公室负责处理报告，除非适用法律禁止，否则将保密所获信息，并严格遵循需知原则。匿名线索将同样被受理。

大众汽车集团举报系统提供了一个基于互联网的通信平台（BKMS），方便举报者联系位于德国中央调查办公室的律师，并通过独立的邮箱交换文件和保持联系。平台具有保密性，并受到保护。举报者可自行决定进行实名或匿名举报。

External ombudspersons are also available as a further point of contact in Germany. They are lawyers who are bound by the oath of professional secrecy, including towards Volkswagen Group. Consequently, whistleblowers who do not wish to reveal their names can be assured of anonymity towards Volkswagen Group. With approval of the whistleblowers the ombudspersons forward reports – anonymously if the whistleblower so wishes – to the Volkswagen whistleblower system.

Please note that Chinese laws and regulations limits or prohibits cross-border transfer from mainland China of certain Sensitive Information, including Personal Information, Important Data and Chinese State Secrets. Because the BKMS-Servers and Ombudspersons locate in Germany, by submitting such information via the BKMS or Ombudspersons you might risk violating the applicable Chinese laws and regulations and may also bear the risk of being sanctioned by the competent Chinese authorities.



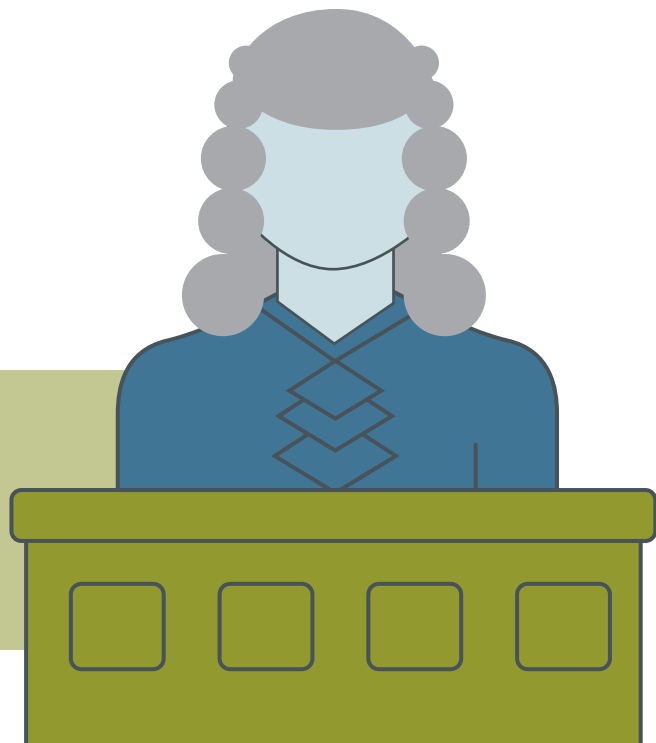
外部监察员也可作为联络点(德国)之一。这些律师受到职业保密誓言的约束,包括对大众汽车集团保密。因此,他们不会将不愿透露姓名的举报者的个人信息透露给大众汽车集团。经举报者同意后,监察员才会将举报内容(举报者也可选择匿名)转发给大众汽车集团举报系统。

请注意,中国法律法规限制或禁止从中国大陆跨境传输敏感信息,包括个人信息、重要数据及中国国家机密。由于BKMS服务器和外部监察员位于德国,向BKMS或外部监察员提供此类信息可能违反适用的中国法律法规,且可能需承担被中国政府部门制裁的风险。

## Legal consequences of violation of these requirements

The Volkswagen Group considers compliance with the requirements set out in this document to be essential to its business relations. The Group reserves the right to take appropriate legal action if a business partner of the Volkswagen Group does not comply with these requirements.

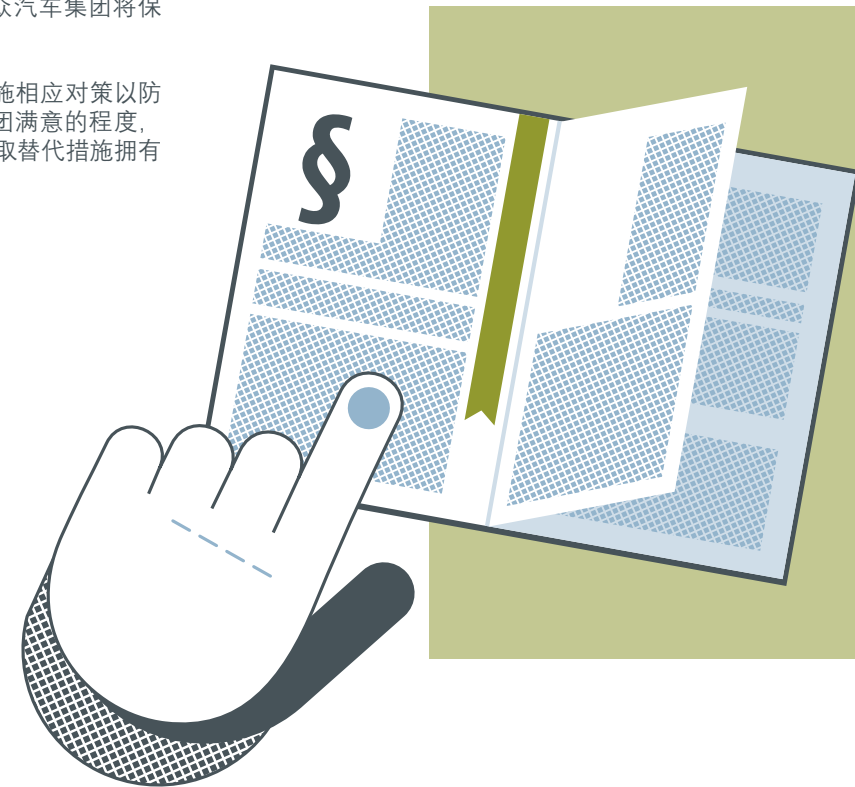
The ultimate decision lies with the Volkswagen Group as to whether it is willing to forego such consequences and instead to take alternative action if the business partner can credibly assure and prove the Volkswagen Group that it has implemented immediate countermeasures to prevent comparable violations in the future.



## 违反上述要求的法律后果

大众汽车集团认为遵守本文件中列出的要求对于合作关系而言至关重要。如果商业合作伙伴不遵守这些要求，大众汽车集团将保留诉诸法律的权利。

如果商业合作伙伴能够向大众汽车集团证明已实施相应对策以防止再次发生类似的违规行为，并达到大众汽车集团满意的程度，大众汽车集团对是否愿意放弃追究法律责任并采取替代措施拥有最终决定权。



## Contractual obligations

In those cases where obligations have been agreed with the business partner under individual contracts that diverge from the principles in this document, such divergent obligations prevail.

Beijing, Oct 15th, 2019



Karsten Schnake  
Purchasing



Frank Engel  
Components, Logistics & QA



Gaby Luise Wuest  
Group Sales & Marketing



Weiming Soh  
Group Business Development & Partnership Strategy



Harald Moeckelmann  
Legal



Tianxu Ling  
Integrity & Compliance



## 合同义务

在个别合同下, 若大众汽车集团与商业合作伙伴商定的义务与本文件中的准则存在不同, 则以个别合同内的相关义务为准。

北京, 2019年10月15日



Karsten Schnake  
Purchasing



Frank Engel  
Components, Logistics & QA



Gaby Luise Wuest  
Group Sales & Marketing



Weiming Soh  
Group Business Development & Partnership Strategy



Harald Moeckelmann  
Legal



Tianxu Ling  
Integrity & Compliance



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