

BILIBILI INC.

CODE OF BUSINESS CONDUCT AND ETHICS

(Adopted by the Board of Directors of Bilibili Inc. on February 27, 2018, effective upon the effectiveness of its registration statement on Form F-1 relating to its initial public offering)

I. PURPOSE

This Code of Business Conduct and Ethics (the “**Code**”) contains general guidelines for conducting the business of Bilibili Inc. and its subsidiaries and affiliates (collectively, the “**Company**”) consistent with the highest standards of business ethics, and is intended to qualify as a “code of ethics” within the meaning of Section 406 of the Sarbanes-Oxley Act of 2002 and the rules promulgated thereunder. To the extent this Code requires a higher standard than required by commercial practice or applicable laws, rules or regulations, the Company adheres to these higher standards.

This Code is designed to deter wrongdoing and to promote:

- honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- full, fair, accurate, timely, and understandable disclosure in reports and documents that the Company files with, or submits to, the U.S. Securities and Exchange Commission (the “**SEC**”) and in other public communications made by the Company;
- compliance with applicable laws, rules and regulations;
- prompt internal reporting of violations of the Code; and
- accountability for adherence to the Code.

II. APPLICABILITY

This Code applies to all directors, officers and employees of the Company, whether they work for the Company on a full-time, part-time, consultative or temporary basis (each, an “**employee**” and collectively, the “**employees**”). Certain provisions of the Code apply specifically to our chief executive officer, chief financial officer, other chief officers, senior financial officer, controller, senior vice presidents, vice presidents and any other persons who perform similar functions for the Company (each, a “**senior officer**,” and collectively, the “**senior officers**”).

The Board of Directors of Bilibili Inc. (the “**Board**”) has appointed the head of the Legal Department of Bilibili Inc. as the Compliance Officer for the Company (the “**Compliance Officer**”). If you have any questions regarding the Code or would like to report any violation of the Code, please contact the Compliance Officer by email at legal@bilibili.com.

III. CONFLICTS OF INTEREST

Identifying Conflicts of Interest

A conflict of interest occurs when an employee's private interest interferes, or appears to interfere, in any way with the interests of the Company as a whole. An employee should actively avoid any private interest that may impact such employee's ability to act in the interests of the Company or that may make it difficult to perform the employee's work objectively and effectively. In general, the following are considered conflicts of interest:

- Competing Business. No employee may be employed by a business that competes with the Company or deprives it of any business.
- Corporate Opportunity. No employee may use corporate property, information or his/her position with the Company to secure a business opportunity that would otherwise be available to the Company. If an employee discovers a business opportunity that is in the Company's line of business through the use of the Company's property, information or position, the employee must first present the business opportunity to the Company before pursuing the opportunity in his/her individual capacity.
- Financial Interests.
 - (i) No employee may have any financial interest (ownership or otherwise), either directly or indirectly through a spouse or other family member, in any other business or entity if such interest adversely affects the employee's performance of duties or responsibilities to the Company, or requires the employee to devote time to it during such employee's working hours at the Company;
 - (ii) No employee may hold any ownership interest in a privately held company that is in competition with the Company;
 - (iii) An employee may hold less than 5% ownership interest in a publicly traded company that is in competition with the Company; provided that if the employee's ownership interest in such publicly traded company increases to 5% or more, the employee must immediately report such ownership to the Compliance Officer;
 - (iv) Unless pre-approved by the Compliance Officer, no employee may hold any ownership interest in a company that has a business relationship with the Company if such employee's duties at the Company include managing or supervising the Company's business relations with that company; and
 - (v) Notwithstanding the other provisions of this Code,
 - (a) a director or any family member of such director (collectively, "**Director Affiliates**") or a senior officer or any family member of such senior officer (collectively, "**Officer Affiliates**") may continue to hold his/her investment or other financial interest in a business or entity (an "**Interested Business**") that:

- (1) was made or obtained either (x) before the Company invested in or otherwise became interested in such business or entity; or (y) before the director or senior officer joined the Company (for the avoidance of doubt, regardless of whether the Company had or had not already invested in or otherwise become interested in such business or entity at the time the director or senior officer joined the Company); or
- (2) may in the future be made or obtained by the director or senior officer, provided that at the time such investment or other financial interest is made or obtained, the Company has not yet invested in or otherwise become interested in such business or entity;

provided that such director or senior officer shall disclose such investment or other financial interest to the Board;

(b) an interested director or senior officer shall refrain from participating in any discussion among senior officers of the Company relating to an Interested Business and may not be involved in any proposed transaction between the Company and an Interested Business; and

(c) before any Director Affiliate or Officer Affiliate (i) invests, or otherwise acquires any equity or other financial interest, in a business or entity that is in competition with the Company; or (ii) enters into any transaction with the Company, the related director or senior officer shall obtain prior approval from the Audit Committee of the Board.

For purposes of this Code, a company or other entity is deemed to be “in competition with the Company” if it competes with the Company’s online entertainment-related services, including but not limited to, video streaming services, mobile game services, live broadcasting services and advertising services, and any other business in which the Company engages in.

- Loans or Other Financial Transactions. No employee may obtain loans or guarantees of personal obligations from, or enter into any other personal financial transaction with, any company that is a material customer, supplier or competitor of the Company. This guideline does not prohibit arms-length transactions with recognized banks or other financial institutions.
- Service on Boards and Committees. No employee may serve on a board of directors or trustees or on a committee of any entity (whether profit or not-for-profit) whose interests could reasonably be expected to conflict with those of the Company. Employees must obtain prior approval from the Board before accepting any such board or committee position. The Company may revisit its approval of any such position at any time to determine whether an employee’s service in such position is still appropriate.

The above is in no way a complete list of situations where conflicts of interest may arise. The following questions might serve as a useful guide in assessing a potential conflict of interest situation not specifically addressed above:

- Is the action to be taken legal?
- Is it honest and fair?
- Is it in the best interests of the Company?

Disclosure of Conflicts of Interest

The Company requires that employees fully disclose any situations that could reasonably be expected to give rise to a conflict of interest. If an employee suspects that he/she has a conflict of interest, or a situation that others could reasonably perceive as a conflict of interest, the employee must report it immediately to the Compliance Officer. Conflicts of interest may only be waived by the Board, or the appropriate committee of the Board, and will be promptly disclosed to the public to the extent required by law and applicable rules of the applicable stock exchange.

Family Members and Work

The actions of family members outside the workplace may also give rise to conflicts of interest because they may influence an employee's objectivity in making decisions on behalf of the Company. If a member of an employee's family is interested in doing business with the Company, the criteria as to whether to enter into or continue the business relationship and the terms and conditions of the relationship must be no less favorable to the Company compared with those that would apply to an unrelated party seeking to do business with the Company under similar circumstances.

Employees are required to report any situation involving family members that could reasonably be expected to give rise to a conflict of interest to their supervisor or the Compliance Officer. For purposes of this Code, "family members" or "members of employee's family" include an employee's spouse, parents, children and siblings, whether by blood, marriage or adoption or anyone residing in such employee's home.

IV. GIFTS, MEALS AND ENTERTAINMENT

All employees are required to comply with the anti-corruption compliance policy of the Company regarding gifts, meals and entertainment.

V. PROTECTION AND USE OF COMPANY ASSETS

Employees should protect the Company's assets and ensure their efficient use for legitimate business purposes only. Theft, carelessness and waste have a direct impact on the Company's profitability. Any use of the funds or assets of the Company, whether for personal gain or not, for any unlawful or improper purpose is strictly prohibited.

To ensure the protection and proper use of the Company's assets, each employee is required to:

- Exercise reasonable care to prevent theft, damage or misuse of Company property;
- Promptly report any actual or suspected theft, damage or misuse of Company property;
- Safeguard all electronic programs, data, communications and written materials from unauthorized access; and
- Use Company property only for legitimate business purposes.

Except as approved in advance by the Chief Executive Officer or Chief Financial Officer of the Company, the Company prohibits political contributions (directly or through trade associations) by any employee on behalf of the Company. Prohibited political contributions include:

- any contributions of the Company's funds or other assets for political purposes;
- encouraging individual employees to make any such contribution; and
- reimbursing an employee for any political contribution.

VI. INTELLECTUAL PROPERTY AND CONFIDENTIALITY

Employees shall abide by the Company's rules and policies in protecting the intellectual property and confidential information, including the following:

- All inventions, creative works, computer software, and technical or trade secrets developed by an employee in the course of performing the employee's duties or primarily through the use of the Company's assets or resources while working at the Company are the property of the Company.
- Employees shall maintain the confidentiality of information entrusted to them by the Company or entities with which the Company has business relations, except when disclosure is authorized or legally mandated. Confidential information includes all non-public information that might be of use to competitors, or harmful to the company or its business associates, if disclosed.
- The Company maintains a strict confidentiality policy. During an employee's term of employment with the Company, the employee shall comply with any and all written or unwritten rules and policies concerning confidentiality and shall fulfill the duties and responsibilities concerning confidentiality applicable to the employee.
- In addition to fulfilling the responsibilities associated with his/her position in the Company, an employee may not, without obtaining prior approval from the

Company, disclose, announce or publish trade secrets or other confidential business information of the Company, nor may an employee use such confidential information outside the course of his/her duties to the Company.

- Even outside the work environment, an employee must maintain vigilance and refrain from disclosing important information regarding the Company or its business, business associates or employees.
- An employee's duty of confidentiality with respect to the confidential information of the Company survives the termination of such employee's employment with the Company for any reason until such time as the Company discloses such information publicly or the information otherwise becomes available in the public sphere through no fault of the employee.
- Upon termination of employment, or at such time as the Company requests, an employee must return to the Company all of its property without exception, including all forms of medium containing confidential information, and may not retain duplicate materials.

VII. ACCURACY OF FINANCIAL REPORTS AND OTHER PUBLIC COMMUNICATIONS

The Company is required to report its financial results and other material information about its business to the public and the SEC. It is the Company's policy to promptly disclose accurate and complete information regarding its business, financial condition and results of operations. Employees must strictly comply with all applicable standards, laws, regulations and policies for accounting and financial reporting of transactions, estimates and forecasts. Inaccurate, incomplete or untimely reporting will not be tolerated and can severely damage the Company and result in legal liability.

Employees should be on guard for, and are required to promptly report, any possibility of inaccurate or incomplete financial reporting. Particular attention should be paid to:

- Financial results that seem inconsistent with the performance of the underlying business;
- Transactions that do not seem to have an obvious business purpose; and
- Requests to circumvent ordinary review and approval procedures.

The Company's senior financial officers and other employees working in the finance department have a special responsibility to ensure that all of the Company's financial disclosures are full, fair, accurate, timely and understandable. These individuals are required to report any practice or situation that might undermine this objective to the Compliance Officer.

Employees are prohibited from directly or indirectly taking any action to coerce, manipulate, mislead or fraudulently influence the Company's independent auditors for the

purpose of rendering the financial statements of the Company materially misleading. Prohibited actions include but are not limited to:

- issuing or reissuing a report on the Company's financial statements that is not warranted in the circumstances (due to material violations of U.S. GAAP, generally accepted auditing standards or other professional or regulatory standards);
- not performing audit, review or other procedures required by generally accepted auditing standards or other professional standards;
- not withdrawing an issued report when withdrawal is warranted under the circumstances; or
- not communicating matters as required to the Company's Audit Committee.

VIII. COMPANY RECORDS

Accurate and reliable records are crucial to the Company's business and form the basis of its earnings statements, financial reports and other disclosures to the public. The Company's records are a source of essential data that guides business decision-making and strategic planning. Company records include, but are not limited to, booking information, payroll, timecards, travel and expense reports, e-mails, accounting and financial data, measurement and performance records, electronic data files and all other records maintained in the ordinary course of business.

All Company records must be complete, accurate and reliable in all material respects. There is never an acceptable reason to make false or misleading entries. Undisclosed or unrecorded funds, payments or receipts are strictly prohibited. An employee is responsible for understanding and complying with the Company's recordkeeping policy. An employee should contact the Compliance Officer if he/she has any questions regarding the recordkeeping policy.

IX. COMPLIANCE WITH LAWS AND REGULATIONS

Each employee has an obligation to comply with the laws of the cities, provinces, regions and countries in which the Company operates. This includes, without limitation, laws covering commercial bribery and kickbacks, patent, copyrights, trademarks and trade secrets, information privacy, insider trading, offering or receiving gratuities, employment harassment, environmental protection, occupational health and safety, false or misleading financial information, misuse of corporate assets and foreign currency exchange activities. Employees are expected to understand and comply with all laws, rules and regulations that apply to their positions at the Company. If any doubt exists about whether a course of action is lawful, the employee should seek advice immediately from the Compliance Officer.

X. DISCRIMINATION AND HARASSMENT

The Company is firmly committed to providing equal opportunity in all aspects of employment and will not tolerate any illegal discrimination or harassment based on race,

ethnicity, religion, gender, age, national origin or any other protected class. For further information, employees should consult the Compliance Officer.

XI. FAIR DEALING

Each employee should endeavor to deal fairly with the Company's customers, suppliers, competitors and employees. No employee may take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice.

XII. HEALTH AND SAFETY

The Company strives to provide employees with a safe and healthy work environment. Each employee has responsibility for maintaining a safe and healthy workplace for other employees by following environmental, safety and health rules and practices and reporting accidents, injuries and unsafe equipment, practices or conditions. Violence or threats of violence are not permitted.

Each employee is expected to perform his/her duty to the Company in a safe manner, free of any influence of alcohol, illegal drugs or other controlled substances. The use of illegal drugs or other controlled substances in the workplace is prohibited.

XIII. VIOLATIONS OF THE CODE

All employees have a duty to report any known or suspected violation of this Code, including any violation of laws, rules, regulations or policies that apply to the Company. Reporting a known or suspected violation of this Code by others will not be considered an act of disloyalty, but an action to safeguard the reputation and integrity of the Company and its employees.

If an employee knows of or suspects a violation of this Code, it is such employee's responsibility to immediately report the violation to the Compliance Officer, who will work with the employee to investigate his/her concern. All questions and reports of known or suspected violations of this Code will be treated with sensitivity and discretion. The Compliance Officer and the Company will protect the employee's confidentiality to the extent possible, consistent with the law and the Company's need to investigate the employee's concern.

It is the Company's policy that any employee who violates this Code will be subject to appropriate discipline, including termination of employment, based upon the facts and circumstances of each particular situation. An employee's conduct, if it does not comply with the law or with this Code, can result in serious consequences for both the employee and the Company.

The Company strictly prohibits retaliation against an employee who, in good faith, seeks help or reports known or suspected violations. An employee inflicting reprisal or retaliation against another employee for reporting a known or suspected violation will be subject to disciplinary action, including termination of employment.

XIV. WAIVERS OF THE CODE

Waivers of this Code will be granted on a case-by-case basis and only in extraordinary circumstances. Waivers of this Code may be made only by the Board, or the appropriate committee of the Board, and may be promptly disclosed to the public if so required by applicable laws and regulations and rules of the applicable stock exchange.

XV. CONCLUSION

This Code contains general guidelines for conducting the business of the Company consistent with the highest standards of business ethics. If employees have any questions about these guidelines, they should contact the Compliance Officer. The Company expects all employees to adhere to these standards. Each employee is separately responsible for his/her actions. Conduct that violates the law or this Code cannot be justified by claiming that it was ordered by a supervisor or someone in higher management positions. If an employee engages in conduct prohibited by the law or this Code, such employee will be deemed to have acted outside the scope of his/her employment. The prohibited conduct will subject the employee to disciplinary action, including termination of employment.

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哔哩哔哩公司

商业行为和道德准则

（由哔哩哔哩公司董事会于 2018 年 2 月 27 日通过，并在与其首次公开募股有关的登记声明（表 F-1）生效时生效）

一、 目的

本商业行为和道德准则（以下简称“**本准则**”）包含一般准则，用于指导哔哩哔哩公司及其子公司和附属公司（统称为“**公司**”）按照最高道德规范标准开展业务，旨在按照 2002 年《萨班斯-奥克斯利法案》第 406 节及依据该法案颁布的规则定义“**道德准则**”。若本准则要求比商业惯例或适用的法律、规则或法规要求更高的标准时，公司遵守这些更高的标准。

本准则旨在阻止不当行为并推广以下做法：

- 诚实和道德行为，包括以符合伦理道德的方式处理个人和职场上的实际或明显的利益冲突；
- 在本公司向美国证券交易委员会（“**SEC**”）提交或其存档的报告和文件以及本公司提供的其他公开信息中完整、公允、准确、及时且易于理解的披露；
- 符合适用的法律、规则和法规；
- 违反本准则时内部及时上报；以及
- 遵守本准则的责任感。

二、 适用性

本准则适用于本公司所有的董事、管理人员和全体员工，无论他们是以全职、兼职、咨询或临时的形式工作（每个人称为“**员工**”，统称为“**全体员工**”）。本准则的某些条款特别适用于本公司的首席执行官、首席财务官、其他首席官员、高级财务官、财务总监、高级副总裁、副总裁以及履行公司类似职能的任何其他人员（每个人称为“**高级职员**”，统称为“**全体高级职员**”）。

哔哩哔哩公司董事会（简称“**董事会**”）已任命其法律部负责人为公司的合规官（简称“**合规官**”）。如果您对本准则有任何疑问或想要举报任何违反本准则的行为，请通过电子邮件 legal@bilibili.com 与合规官联系。

三、 利益冲突

确认利益冲突

当员工的私人利益以任何方式整体地干涉或似乎干涉公司利益时，就会发生利益冲突。员工应积极避免任何可能影响该员工为公司利益行事的私人利益，否则，该员工可能很难客观、有效地开展其工作。一般来说，以下情况被视为利益冲突：

- 竞争业务。企业不会雇佣任何与本公司竞争或剥夺其任何业务的员工。
- 公司机会。任何员工均不得使用公司财产、信息或利用其在公司的职位来获得本公司本应可用的商业机会。如果员工通过使用公司的财产、信息或职位发现公司业务范围内的商业机会，则该员工在以个人能力寻求机会之前必须首先向公司提供该商业机会。
- 经济利益。
 - (i) 如果某经济利益对员工履行公司的职责或责任有不利影响，或要求该员工在本公司的工作时间内投入时间，则该员工不得直接或间接通过配偶或其他家庭成员在任何其他企业或实体中拥有该经济利益（所有权或其他）。
 - (ii) 任何员工均不得在与本公司竞争的私人持股公司中持有任何所有者权益；
 - (iii) 员工可以在与本公司竞争的上市公司中持有少于5%的所有者权益，前提是如果员工在这类上市公司中的所有者权益增加到5%或更多时，员工必须立即向合规官报告此所有权；
 - (iv) 除非得到合规官的事先批准，任何员工均不得在与本公司有业务关系的公司中持有任何所有者权益，前提是该员工在本公司的职责包括管理或监督本公司与该公司的业务关系；
 - (v) 尽管本准则的其他条款有相反规定，
 - (a) 董事或该董事的任何家族成员（统称为“**董事关联人**”）或高级职员或该高级职员的任何家族成员（统称为“**高级职员关联人**”）可继续持有其在企业或实体（“**相关企业**”）中的投资或其他经济利益：
 - (1) 在任何以下情况之前作出或取得的：（x）本公司投资于该企业或实体或对其感兴趣；（y）董事或高级职员加入本公司（为免生疑问，无论在董事或高级职员加入本公司时本公司是否已经或尚未投资于该企业或实体或对其感兴趣）；或
 - (2) 未来可能由董事或高级职员作出或取得，倘若在作出或取得该等投资或其他经济利益时，本公司尚未投资于该企业或实体或对其感兴趣；

前提是该董事或高级职员须向董事会披露该等投资或其他经济利益；

(b) 相关董事或高级职员不得参与本公司全体高级职员就相关企业进行的任何讨论，亦不得涉及本公司与相关企业所拟议的任何交易；

(c) 在任何董事关联人或高级职员关联人 (i) 投资于与本公司竞争的企业或实体或取得其任何股权或其他经济利益；或 (ii) 与本公司进行任何交易之前，相关董事或高级职员应事先获得董事会审计委员会的批准。

就本准则而言，如果公司或其他实体与本公司的在线娱乐相关服务竞争，包括但不限于视频流服务、手机游戏服务、直播广播服务和广告服务以及本公司从事的任何其他业务，则该公司或其他实体被视为“与本公司竞争”。

- **贷款或其他金融交易。**任何员工均不得从本公司的重要客户、供应商或竞争对手的任何公司取得贷款或个人义务担保，或与其进行任何其他个人金融交易。本准则不禁止与认可的银行或其他金融机构进行的公平交易。
- **在董事会和各委员会任职。**任何员工不得在合理预期与本公司利益相冲突的董事会或受托人或任何实体（不论是盈利或非盈利）的委员会任职。在接受该董事会或委员会的职位之前，员工必须事先获得董事会的批准。公司可以随时重新批准任何此类职位，以确定员工在这种职位上的服务是否合适。

以上所述并不是所有利益冲突情况的完整列表。以下问题可以作为评估以上未具体解决的潜在利益冲突情况的有用指南：

- 采取的措施是否合法？
- 是否诚实公平？
- 是否在本公司最大利益范围内？

利益冲突的披露

本公司要求员工充分披露可合理预期会引起利益冲突的任何情况。如果员工怀疑他/她存在利益冲突或其他人可能合理地认为是利益冲突的情况，则该员工必须立即向合规官报告。利益冲突只能由董事会或董事会的合适委员会放弃，并将在法律和适用证券交易所的适用规则要求的范围内立即向公众披露。

家庭成员及工作

家庭成员在工作场所以外的行为也可能引起利益冲突，因为他们可能会影响员工代表本公司作出决策的客观性。如果员工家属有兴趣与本公司开展业务，那么，关于是否订立或继续业务关系以及关系的条款和条件的标准，与在类似情况下适用于与本公司开展业务的非关联方的标准相比，其必须对本公司有利。

员工必须报告家庭成员可能合理预期会对其主管或合规官造成利益冲突的任何情况。就本准则而言，“家庭成员”或“员工家属”包括员工的配偶、父母、子女和兄弟姐妹，无论是否有血缘关系、结婚或收养，或居住在该员工家中的任何人。

四、 礼物、餐饮和娱乐

所有员工必须遵守公司关于礼物、餐饮和娱乐的反腐合规政策。

五、 保护和使用权资产

员工应保护公司资产，并确保其仅用于合法商业目的的有效使用。盗窃、疏忽和浪费直接影响公司的盈利能力。本公司资金或资产不得用于任何非法或不正当目的，无论是否个人利益。

为确保本公司资产的保护和正确使用，所有员工必须：

- 谨慎行事，预防盗窃、损坏或滥用公司财产；
- 及时报告任何实际或可疑的对公司财产的盗窃、损坏或滥用；
- 保护所有电子程序、数据、通信和书面材料免遭未经授权的访问；
- 只将本公司财产用于合法商业目的。

除经本公司首席执行官或首席财务官事先批准外，本公司禁止任何员工代表本公司作出政治性捐款（直接或通过行业协会）。禁止的政治性捐款包括：

- 出于政治目的用公司资金或其他资产做出的任何捐款；
- 鼓励员工个人作出此类捐款；
- 报销员工的任何政治性捐款。

六、 知识产权与保密条款

员工应遵守本公司有关保护知识产权和保密信息的规则和政策，包括以下内容：

- 员工在履行其职责期间或主要通过在本公司工作期间使用公司资产或资源开发的所有发明、创意作品、计算机软件和技术或商业秘密均为本公司财产。
- 员工应对本公司或与本公司有业务关系的实体委托给他们的信息保密，除非经授权或法定授权。保密信息包括所有可能为竞争对手所用的，或如果披露，有损公司或其业务伙伴的不公开信息；

- 本公司保持严格保密政策。员工在本公司任职期间，应遵守任何和所有书面或不成文的保密性规定和政策，并应履行适用于员工的保密性职责和责任。
- 除履行与其在本公司职位有关的职责外，未经公司事先批准，员工不得披露、宣布或公布公司的商业秘密或其他机密业务信息，亦不得在其公司职责范围外使用这些机密信息。
- 即使在工作场所之外，员工也必须保持警惕，避免泄露有关本公司或其业务、商业伙伴或员工的重要信息。
- 员工对本公司保密信息的保密职责，在本公司公开披露此类信息或在非员工过错的情况下这些信息以其他方式公之于众之前，不会因为公司出于任何原因终止雇佣该员工而终止。
- 因雇佣关系终止，或应本公司要求，员工必须毫无例外地归还公司所有财产，包括各种形式的含有保密信息的媒介，并不得保留复制本。

七、 财务报告和其他公共信息的准确性

本公司必须向公众和美国证券交易委员会报告其财务业绩和与其业务有关的其他重要信息。本公司的政策是及时准确、完整地披露有关公司业务、财务状况和经营成果的信息。员工必须严格遵照所有适用的标准、法律、法规及交易、估值和预测值的核算和财务报告政策。不允许出现任何报告不准确、不完整、或不及时的情况，这可能会对本公司造成严重影响并让公司承负法律责任。

所有员工都应提高警惕，并及时上报任何可能存在的财务报告不准确或不完整的情况。应特别注意：

- 看上去与重点业务的业绩不相符的财务业绩；
- 似乎没有明显商业目的的交易；
- 要求回避普通审查和审批程序。

本公司的高级财务人员和财务部门的其他员工都有明确的责任，确保公司的财务披露信息完整、公正、准确、及时并易于理解。这些个人必须向合规官报告任何可能破坏这一目标的行为或情况。

禁止员工直接或间接地采取行动胁迫、操纵、误导或欺诈性地影响本公司的独立审计师，以对公司的财务报表产生重大误导。禁止行为包括但不限于：

- 发布或重新发布有关本公司财务报表的报告，这种发布在（严重违反美国通用会计准则、普遍接受的审计标准或其他专业或监管标准的规定）的情况下是没有担保的；

- 没有按照普遍接受的审计标准或其他专业标准的要求进行审计、审查或完成其他程序；
- 在这种情况下允许撤销时，没有撤销已发布的报告；
- 没有按要求向本公司审计委员会传达各个事项。

八、 公司记录

准确可靠的记录对于公司的业务至关重要，并构成本公司收益报表、财务报告和其他公众披露信息的基础。本公司的记录是指导业务决策和战略规划的关键数据来源。公司记录包括但不限于，预定信息、工资单、考勤卡、差旅和费用报告、电子邮件、会计和财务数据、计量和业绩记录、电子数据文件和在正常业务范围内维护的所有其他记录。

所有公司记录必须在所有重大方面是完整、准确及可靠的。制作虚假或误导性条目永远不可接受。严格禁止未披露或未记录的资金、付款或收据。员工有责任了解和遵守本公司的记录保持政策。如果员工对记录保持政策有任何疑问，可以联系合规官。

九、 符合法律法规

所有员工都有义务遵守公司所在城市、省份、地区和国家的法律。这包括，但不限于，涵盖了商业贿赂和回扣、专利、版权、商标和商业秘密、信息隐私、内幕交易、提供或收到佣金、雇佣骚扰、环境保护、职业健康和安全、虚假或误导性财务信息、滥用公司资产和外币兑换活动的法律。员工应该理解和遵守所有适用于他们在公司的职位的法律、规则和法规。如果员工对行动过程是否合法存在疑问，应立即请教合规官。

十、 歧视和骚扰

本公司坚定地致力于在各个方面提供平等的就业机会，不会容忍基于种族、民族、宗教、性别、年龄、国籍或任何其他受保护阶级的任何非法歧视或骚扰。员工如果要了解更多信息，应咨询合规官。

十一、 公平交易

所有员工应努力与公司的客户、供应商、竞争对手和其他员工进行公平交易。任何员工不得通过操纵、隐瞒、滥用特权信息、虚假陈述重大事实或其他不公平的买卖惯例获取不公正的好处。

十二、健康与安全

本公司努力为员工提供一个安全健康的工作环境。每位员工都有责任遵守环境、安全和健康规则和惯例以及报告事故、伤害和不安全设备、实践或情况，以为其他员工维护安全和健康的工作场所。不允许暴力或暴力威胁。

每位员工应以安全的方式履行公司的职责，不受任何酒精、非法毒品或其他受管制物质的影响。禁止在工作场所使用非法药物或其他受管制物质。

十三、违反本准则

所有员工都有责任举报任何已知或疑似违反本准则的行为，包括任何违反适用于本公司的法律、规则、法规或政策的行为。其他人举报已知或疑似违反本准则的行为不会被视为不忠行为，而被认为是保护本公司及其员工的声誉和诚实的行为。

如果员工知道或怀疑违反本准则的行为，则该员工有责任立即向合规官报告该违规行为，且合规官将与该员工合作调查其关注事项。所有关于已知或疑似违反本准则的问题和报告都将以敏感和谨慎的方式予以处理。合规官和公司将尽可能地保护员工的机密，以符合法律和公司调查员工关注事项的需要。

本公司的政策是，任何违反本准则的员工都将受到适当的纪律处分，包括根据每个特定情况的事实和情况终止劳动关系。如果员工的行为不符合法律或本准则的规定，可能对该员工和公司造成严重后果。

本公司严格禁止对那些诚信地寻求帮助或举报已知或可疑违规行为的员工进行报复。任何员工因举报已知或可疑违规行为而对其他员工进行报复都将受到纪律处分，包括终止雇佣关系。

十四、本准则的豁免

本准则的豁免将根据具体情况予以准予，并仅限于特殊情况。本准则的豁免只能由董事会或董事会的相应委员会进行，并且如果适用法律法规和适用证券交易所的规则要求，应立即向公众披露。

十五、结论

本准则包含一般准则，用于指导本公司按照最高道德规范标准开展业务。如果员工对这些准则有任何疑问，应联系合规官。本公司期望所有员工都遵守这些标准。每位员工分别对自己的行为负责。声称是由主管或高级管理职位中的某人命令而违反法律或本准则的行为是不合理的。如果员工从事法律或本准则禁止的行为，则该员工将被视为在其就业范围之外做事。如有禁止的行为，员工会受到纪律处分，包括终止雇佣关系。
