



CODE OF BUSINESS CONDUCT AND ETHICS

商业道德行为准则

CONTENT

目录

MESSAGE FROM CEO 首席执行官寄语	3
A. PREFACE 前言	5
1. Our Values 我们的价值观	5
2. Applicability 适用范围.....	5
3. Compliance with Laws and Regulations 遵守法律法规	6
4. Compliance Committee 合规委员会.....	6
B. INTEGRITY 诚信.....	7
5. Anti-Bribery and Anti-Corruption 反贿赂和反腐败.....	7
6. Political Contributions and Charitable Donations 政治献金和慈善捐赠.....	9
7. Gifts 礼品.....	10
8. Entertainment, Travel and Lodging 招待、差旅和住宿.....	12
9. Interactions with Third-Party Business Partners 与第三方业务伙伴的互动.....	14
10. Interactions with Health-Care Professionals 与医疗卫生专业人士的互动.....	18
11. Interactions with Government Agencies 与政府机构的互动	20
12. Conflicts of Interest 利益冲突.....	23
13. Insider Trading 内幕交易.....	23
14. Books and Records 账簿和记录.....	25
15. Use of Assets and Information Systems 资产和信息系统的使用	26
16. Investor and Media Relations 投资者和媒体关系.....	27
C. LAWFUL OPERATIONS 合法经营	28
17. Free and Fair Competition 自由公平竞争.....	28
18. International Business 国际业务	30

19.	Anti-Money Laundering 反洗钱.....	32
20.	Product Quality and Safety 产品质量和安全.....	33
D.	CONFIDENTIALITY 保密.....	34
21.	Intellectual Property Rights 知识产权.....	34
22.	Confidential Information 机密信息.....	35
23.	Data and Personal Information Protection 数据和个人信息保护.....	38
E.	RESPECT IN THE WORKPLACE 工作场所.....	39
24.	Environment, Health and Safety 环境、健康与安全.....	39
25.	Equal Employment Opportunity and Diversity 平等就业机会和多样性.....	40
26.	Non-Discrimination 不歧视.....	41
27.	Anti-Harassment 反骚扰.....	42
28.	No Violence, Drugs or Alcohol 禁止暴力、毒品或酒精.....	46
F.	INQUIRY AND REPORTING 询问和报告.....	47
29.	Inquiries and Reporting of Misconduct 询问和报告不当行为.....	47
30.	Treatment of Reports 处理举报.....	49
31.	Non-Retaliation 禁止报复.....	50
G.	ADMINISTRATION OF THE CODE 行为准则的管理.....	51
32.	Implementation and Review 实施和审查.....	51
33.	Responsibility for Administration 管理责任.....	51
34.	Changes and Waivers 修改和豁免.....	51
35.	Compliance Training 合规培训.....	52
36.	Disciplinary Actions 纪律处分.....	52
37.	Languages 语言.....	53

MESSAGE FROM CEO 首席执行官寄语

It is critically important that you, as a member of Duality Bio, know and support the basic principles by which Duality Bio conducts its business. Our philosophy is that Duality Bio's entities, as well as the management and employees will all comply with all applicable laws and regulations, adhere to the highest ethical standards, and act as responsible members of the community in all the places in which we do business.

您作为映恩生物的一员，了解并支持映恩生物据以开展业务的基本原则至关重要。我们的理念是，在我们的所有经营地，映恩生物的每一实体、管理层和员工都将遵守所有适用的法律法规，坚持最高的道德标准，并秉承做可靠负责的社会成员这一基准。

This Code has been prepared to help you understand and abide by these principles. Every director, manager and employee has the duty to comply with the Code. It highlights several specific policies and laws we must be aware of when conducting our business activities. We do not expect you to become a legal expert as a result of reading this Code. The examples included here do not represent every instance where a policy or law applies. We do expect you to comply with the Code and to be generally aware of certain laws and regulations and to recognize sensitive issues. Most importantly, we expect you to seek advice when necessary.

《行为准则》旨在帮助您理解并遵守这些原则。每位董事、经理和员工都有义务遵守《行为准则》。它强调了我们在开展业务活动时必须注意的一些具体制度和法律。我们并不期待您在阅读《行为准则》后成为法律专业人士。准则中包含的示例未展现政策或法律适用的所有场景。然而，我们期待您能遵守《行为准则》，了解特定法律法规并能够识别出敏感问题。最重要的是，我们希望您在需要时寻求建议。

These policies are very important and help maintain Duality Bio's ethical business integrity. We encourage all employees to seek clarification and to openly discuss these policies with their immediate supervisors if there is any confusion or question as to their meaning or interpretation. We encourage you to ask questions, seek guidance, and express personal concerns. Because these policies are so critical, violations of this Code may result in written warnings, suspension, or even termination of employment.

这些制度非常重要，有助于维护映恩生物的商业道德诚信。我们鼓励所有员工在对这些制度的含义或解释有任何困惑或疑问时，询问其直接主管，并进行公开讨论。我们鼓励您提

出问题、寻求指导并表达个人疑虑。由于这些制度至关重要，违反《行为准则》可能会导致书面警告、停职甚至解雇。

This Code is intended to outline appropriate business conduct and procedures for addressing compliance issues and questions. Please take time to read this Code and to understand it. Your dedication to these principles will enhance Duality Bio's reputation for excellence, integrity and quality.

《行为准则》旨在概述适当的业务行为以及处理合规事项和问题的程序。请花时间阅读并理解本《行为准则》。您对这些原则的恪守将提高映恩生物在卓越、诚信和质量方面的声誉。

Sincerely, 诚挚问候!

John Zhu 朱忠远

A. PREFACE 前言

1. Our Values 我们的价值观

This Code of Business Conduct and Ethics (this “**Code**”) defines the broad corporate values that shape Duality Bio’s business practices, spirits and employees’ daily work – We Translate Novel Modality Into Reality.

《商业道德行为准则》（本“**行为准则**”）定义了塑造映恩生物的商业行为、精神和员工的日常工作的广泛企业价值观，即——我们将新疗法照进现实。

2. Applicability 适用范围

This Code applies to all personnel of Duality Biologics (Suzhou) Co., Ltd., its subsidiaries and affiliates (collectively, “**Duality Bio**” or the “**Company**”), which includes all directors, officers, full-time and part-time employees, and interns (collectively “**employees**”). Duality Bio also expects its business partners to share the general principles stated in this Code.

本《行为准则》适用于映恩生物制药（苏州）有限公司及其子公司、关联公司（统称为“**映恩生物**”或“**公司**”）的所有人员，包括所有董事、高管、全职员工、非全职员工和实习生（统称为“**员工**”）。映恩生物希望其业务伙伴也能遵守《行为准则》中规定的一般原则。

The aforesaid “affiliate(s)” means any legal entity that is directly or indirectly controlled by, or controls or is under common control with, another legal entity, provided that “control” means ownership as to more than 50% of another legal entity or the power to direct decisions of another legal entity, including, without limitation, the power to direct management and policies of another legal entity, whether by reason of ownership, by contract or otherwise. For avoidance of doubt, Duality Bio’s affiliates include, without limitation, to Duality Biologics (Suzhou) Co., Ltd. Beijing Branch, Duality Biologics (Shanghai) Co., Ltd., Duality Bio HK Limited, Duality Biotherapeutics. Inc (Cayman), Duality Bio Inc. (US), and any other entity that, in the future, falls into aforementioned definition of affiliates.

上述“关联公司”是指任何直接或间接受到另一法律实体控制，或者控制另一法律实体，或者与另一法律实体共同受到控制的任何法律实体。“控制”是指拥有另一法律实体50%以上的所有权，或无论是通过所有权、合同或其他基础，对另一法律实体的决策有指导权，

包括但不限于有权指导另一法律实体的管理和策略。为避免疑义，映恩生物的关联公司包括但不限于：映恩生物制药（苏州）有限公司北京分公司、映恩生物科技（上海）有限公司、映恩生物香港有限公司、Duality Biotherapeutics, Inc（开曼）、Duality Bio Inc.（美国）以及将来符合上述关联公司定义的任何其他实体。

3. Compliance with Laws and Regulations 遵守法律法规

Wherever the Company conducts business, in any city, country or region, employees shall conduct their personal and business dealings in accordance with the letter, spirit, and intent of all applicable laws and regulations, and must refrain from any form of illegal, dishonest or unethical activities. Even where a specific law or regulation does not prohibit or restrict an activity, standards of ethics and morality continue to apply and require diligent attention to good conduct. 无论公司在哪个城市、国家或地区开展业务，员工都应按照所有现行法律法规的文义、基本精神和目的开展个人和业务交易，不得从事任何形式的非法、不诚实或不道德的活动。即使特定法律法规没有禁止或限制某项活动，伦理和道德标准仍然适用，并要求员工勤勉恪守良好行为。

If you have any questions about what is required by laws or regulations in any given situation, you should consult with the Legal Department of the Company.

如果您在任何特定情况下对法律法规要求有任何疑问，请咨询公司法务部。

4. Compliance Committee 合规委员会

Compliance Committee consists of the management members which may be adjusted by the Company from time to time. Compliance Committee is mainly responsible for evaluating/approving major or complicated compliance reports or issues forwarded or escalated by HR Department, Legal Department or other departments with compliance responsibilities, reviewing compliance and investigation reports, and approving the disciplinary actions recommended by the HR Department or Legal Department, and other significant compliance issues deemed necessary by the Company.

合规委员会由管理层成员组成，并可由公司不时进行调整。合规委员会主要负责评估/审批人力资源部、法务部或其他有合规职责的部门转交或上报的重大或复杂的合规报告或事

宜、审查合规和调查报告、批准人力资源部或法务部提议的纪律处分，以及公司认为必要的其他重大合规事项。

B. INTEGRITY 诚信

5. Anti-Bribery and Anti-Corruption 反贿赂和反腐败

The Company will not tolerate bribery, kickbacks, or corruption of any kind, directly or through third parties, whether or not explicitly prohibited by this Code or by law. Employees are not permitted to give or offer anything of value (including gifts, hospitality, or entertainment) to anyone for the purpose of improperly obtaining or retaining a business opportunity or advantage. Similarly, employees may not solicit or accept such improper payments or things of value.

无论本《行为准则》和法律法规是否明确禁止，公司绝不容忍直接或通过第三方进行的贿赂、回扣或任何形式的腐败。员工不得出于不正当获取或维系商业机会或利益的目的，向任何人赠送或提供任何有价物（包括礼品、餐饮或娱乐招待）。同样，员工也不得索取、接受此类不正当报酬或有价物。

5.1 Applicable Laws and Regulations 适用的法律法规

The Company complies with the letters and spirit of all applicable anti-corruption laws and regulations, including the Foreign Corrupt Practices Act (“**FCPA**”) of the United States, those of the PRC (including but not limited to the Criminal Law and the Anti-Unfair Competition Law), the UK Bribery Act, the OECD Anti-Bribery Convention, other applicable laws and regulations of each jurisdiction in which the Company conducts business, and industry norms.

公司遵守所有适用于公司经营的反腐败法律法规的条文和精神，包括美国《反海外腐败法》（“**FCPA**”）、中国的相关法律法规（包括但不限于《刑法》和《反不正当竞争法》）、英国《反贿赂法》、《经济合作与发展组织反腐败公约》，以及其他适用于公司业务经营的各司法管辖区的法律法规和行业规范。

5.2 Prohibition on Bribery and Corruption 禁止贿赂和腐败

Under this Code, employees are not permitted to give or offer anything of value, directly or

indirectly, to any government official¹ or any commercial party (including their employees/representatives, collectively referred as “**business partners**”) for the purpose of improperly obtaining or retaining a business advantage. “Anything of value” should be broadly interpreted to include cash, gifts to family members, forgiveness of a debt, loans, personal favors, entertainment, meals and travel, political contributions and donations, business opportunities and medical care, among other items. Employees are also prohibited from making “facilitation payments” (payments made to facilitate or expedite routine governmental action). Simply put, bribes, kickbacks or similar payments are never permitted, whether made to a government official or to customers, investors, or other private parties.

在本《行为准则》下，员工不得以不当获取或保留商业优势为目的，直接或间接向任何政府官员²或任何商业伙伴（包括其雇员/代表，统称为“**业务伙伴**”）提供或提议提供任何有价物。“有价物”应作广义解释，包括现金、赠送给家庭成员的礼物、免除债务、贷款、个人恩惠、招待、宴请和差旅、政治献金和捐款、商业机会和医疗服务等。此外，公司禁止员工支付“疏通费”（为方便或加快政府日常工作而支付的款项）。简而言之，贿赂、回扣或类似付款是绝对不允许的，无论是向政府官员还是客户、投资者或其他主体。

Similarly, employees may not solicit or accept such payments or things of value. Employees are

1 The term “government official” refers to any officer or employee of a government or any department, agency, or instrumentality thereof, or of a public international organization (e.g., the Red Cross and the World Bank), or any person acting in an official capacity for or on behalf of the aforesaid government or any department, agency, or instrumentality thereof, or of a public international organization.

To avoid any doubt, this term also includes officers or employees of government-owned or controlled commercial enterprises such as state-owned or controlled universities, hospitals and other healthcare facilities (e.g., HCPs at public universities), or other vendors. The term also includes family members and close associates of the afore said individuals (e.g., it is not permissible to give a lavish gift to the sibling, spouse, or child of a government official if a gift to the individual would be prohibited under this Code).

2 “政府官员”一词是指政府或其任何部门、机构、机关，或国际公共组织（如红十字会和世界银行）的任何官员或雇员，或以官方身份代表上述政府或其任何部门、机构、机关，或国际公共组织行事的任何人。

为避免疑义，该术语还包括归国家所有或控股的商业企业的管理人员或雇员，如国有或国家控制的大学、医院和其他医疗机构（如公立大学的医疗卫生专业人士）或其他供应商。

该术语还包括上述个人的家庭成员和关系密切者（例如，如果向政府官员本人赠送奢侈礼物是本《行为准则》所禁止的，那么同样不允许向政府官员的兄弟姐妹、配偶或子女赠送这种礼物）。

required to exercise common sense and judgment in assessing whether any arrangement could be perceived to be corrupt or otherwise inappropriate.

同样，员工不得索取或接受此类款项或有价物。员工必须运用常识和判断力评估任何安排是否会被视为腐败或其他不当行为。

If confronted with a request or demand for an improper payment or other violation of this Code, the request or demand must be immediately refused and reported to the Company's HR Department or Legal Department. Similarly, if any employee knows or believes that an improper payment has been or will be made, the employee must also report such payment to the Company's HR Department or Legal Department.

如果遇到不当付款或其他违反《行为准则》的要求或请求，必须立即拒绝并向公司人力资源部或法务部报告。同样，如果任何员工知道或认为已经或将要进行不当付款，也必须向公司人力资源部法务部报告。

5.3 Activities of Agents or Representatives 代理或代表的活动

Anti-corruption laws prohibit indirect payments made, offered, or promised through a third party (*i.e.* agent or representative acting on behalf of the Company), including giving anything of value to a third party while knowing that value will be given to a government official or any other individual (in the private or public sector) that has the power to decide or influence the Company's commercial activities for an improper purpose. Therefore, employees should avoid situations involving third parties that might lead to a violation of this Code.

反腐败法禁止通过第三方（即代表公司行事的代理或代表）间接支付、提供或承诺支付款项，包括向第三方提供任何有价物，同时明知该物品将提供给有权决定或影响公司商业活动的政府官员或任何其他（私营或公共部门中的）个人以达到不正当目的。因此，员工应避免可能导致违反《行为准则》的涉及第三方的情况。

6. Political Contributions and Charitable Donations 政治献金和慈善捐赠

6.1 Political Contributions 政治献金

The Company will not make, directly or indirectly, any contribution to any political party, political candidate, political committee, or government agency. Employees must not make any

direct or indirect contribution of Company funds or other property or resources in connection with any election. Company resources include, among other things, use of meeting rooms, postage, catering, staff time, letterhead, contact lists, and office staff.

公司不会向任何政党、政治候选人、政治委员会或政府机构提供任何直接或间接的捐献。员工不得就任何选举直接或间接捐赠公司资金或其他财产或资源。公司资源包括会议室的使用、邮资、餐饮、员工时间、信笺抬头、联系名单和办公室员工等。

6.2 Charitable Donations 慈善捐赠

The Company may make donations for charitable purposes, such as providing funds or equipment for indigent care, patient education or public education. Donations may be made only to *bona fide* non-profit organizations. It is not appropriate to make a charitable donation for the purpose of inducing HCPs (as defined in Section 9) or other non-profit organizations to purchase, lease, recommend or use any Duality Bio products or services, obtain any improper advantages such as preferential treatment in clinical trials arrangements, or influence the prescription, procurement, or decision-making activities of HCPs. The Company does not make donations to support Holiday parties or to support capital improvements. No donation may be made in the name of or on behalf of the Company without prior approval.

公司可出于慈善目的进行捐赠，例如为贫困护理、患者教育或公共教育提供资金或设备。捐赠只能捐给真正的非营利组织。慈善捐赠的目的不应该是诱导医疗卫生专业人士（定义见第9章节）或其他非营利组织购买、租赁、推荐或使用任何映恩生物的产品或服务，获得任何不正当的利益，如临床试验安排中的优惠待遇，或影响医疗卫生专业人士的处方、采购或决策活动。公司不为支持假日聚会或支持资产改善而进行捐赠。未经事先批准，不得以公司名义或代表公司进行捐赠。

For further information on making political contributions and charitable donations, please refer to the Company's *Guidelines on Donations*.

有关政治献金和慈善捐赠的更多信息，请参阅公司的《捐赠指南》。

7. Gifts 礼品

As a general matter, the Company competes for and earns business through the quality of its personnel, products, and services, not by gifts or lavish entertainment. **The giving of gifts and**

gratuities to business partners or government officials in return for gaining a competitive advantage or facilitating a process is strictly prohibited. The giving of any gifts and gratuities must comply with the **section regarding “Anti-Bribery and Anti-Corruption” under this Code**, the Company’s *Guidelines on Gift & Entertainment*, the FCPA and other applicable laws and regulations, and industry norms.

一般而言，公司通过人员、产品和服务的质量来竞争并赢得业务，而不是通过礼品或奢华的招待活动。严禁向业务伙伴或政府官员赠送礼品和礼金，以换取竞争优势或促进流程的便利。赠送任何礼品和礼金都必须遵守《行为准则》中有关“反贿赂和反腐败”的章节、公司的《礼品与招待指南》、《反海外贿赂法》和其他适用法律法规以及行业规范。

In addition, the use of Company funds or assets for gifts, gratuities, or other favors to HCPs or business partners, must follow the below requirements:

此外，使用公司资金或资产向医疗卫生专业人士或业务伙伴赠送礼品、表示感谢或提供其他好处时，必须遵守以下要求：

- (a) The gift does not involve cash or cash equivalent gifts (e.g., gift cards, store cards, or gambling chips);
礼品不涉及现金或现金等价物（如礼品卡、购物卡或赌博筹码）；
- (b) The gift is permitted under both local law and the guidelines of the recipient’s employer;
礼品是当地法律和收礼人雇主的政策所允许的；
- (c) The gift is presented openly and with complete transparency;
礼品的赠送公开透明；
- (d) The gift is properly recorded in the Company’s books and records;
礼品在公司账簿和记录中均有适当记录；
- (e) The gift is provided as a token of esteem, courtesy, or in return for hospitality and should comport with local culture and customs; and
礼品是作为敬意、礼貌或回应好客之情而提供的，并应符合当地文化和习俗；及
- (f) The value of gift falls under the allowable range specified by the Company.
礼品价值在公司允许范围之内。

Gifts may only be offered upon completion of all prior approvals. Please note that the provision of gifts, as well as the reporting requirements under this section, apply even if an employee is not seeking reimbursement for such expenses (*i.e.* paying these expenses out of your

own pocket does not avoid these requirements).

只有在完成所有事先审批后，才能提供礼品。请注意，即使员工不要求报销此类费用，本节所规定的礼品提供和审批要求也同样适用（即自掏腰包支付这些费用并不能避免这些要求）。

Employees must not solicit, accept, or permit any member of his or her immediate family to solicit or accept any gifts, gratuities, or other favors from any customer, supplier, or other person doing or seeking to do business with the Company, other than accepting items of nominal value. Any gifts that are not of nominal value should be returned immediately and reported to your supervisor. If immediate return is not practical, the gift should be given to the Company for charitable disposition.

员工不得索取、接受或允许其任何直系亲属索取或接受任何客户、供应商或其他与公司有业务往来或寻求与公司开展业务人员赠送的任何礼品、礼金或其他好处，但接受仅有象征性价值的物品除外。任何非象征性价值的礼品都应立即退还，并报告给你的主管。如果立即退还不可行，则应将礼品交给公司进行慈善处置。

In addition, in general practice, gifts must be offered or accepted in accordance with the Company's *Guidelines on Gift & Entertainment*.

此外，在一般情况下，必须根据公司的《礼品与招待指南》提供或接受礼品。

Please note that in addition to traditional gifts, meals, entertainment, and travel, any other benefits that are provided to business relationships where employees are not in attendance are considered gifts subject to the rules and requirements for gifts specified in this section.

请注意，除了传统的礼品外，在员工不出席的情况下，为业务关系者提供的用餐、招待、差旅和其他任何好处均视为礼品，须遵守本节规定的礼品规则和要求。

8. Entertainment, Travel and Lodging 招待、差旅和住宿

Employees could provide business entertainment to someone doing business with the Company only if the entertainment is infrequent, modest, and intended to serve legitimate business goals. Common sense and moderation should prevail in business entertainment and the payment of travel, and lodging expenses on behalf of the Company.

员工可向与公司有业务往来的人员提供业务招待，但招待不得过于频繁，招待费用应适中，

并且是为了实现合法的商业目的。在代表公司进行业务招待以及支付差旅和住宿费用时，应符合常识并遵循适度原则。

Meals, entertainment, travel, and lodging should never be offered as a means of influencing another person's business decisions. Each should only be offered if it is appropriate, reasonable for promotional purposes, offered or accepted in the normal course of an existing business relationship, and if the primary subject of discussion or purpose of travel is business. The appropriateness of a particular type of entertainment, travel, or lodging, naturally depends upon both the reasonableness of the expense and on the type of activity involved. This is determined based on whether or not the expenditure is sensible and proportionate to the nature of the individual involved. Encouraging, participating in, or otherwise facilitating any kind of sexually oriented entertainment is strictly prohibited.

绝不能将用餐、招待、差旅和住宿作为影响他人业务决策的手段。只有在适当、合理地用于业务推广目的，在现有业务关系的正常过程中提供或接受，且讨论的主要主题或差旅的主要目的为业务内容的情况下，才可提供用餐、招待、差旅和住宿。特定类型的招待、差旅或住宿是否适当，取决于费用的合理性和所涉活动的类型。应依据开支是否合理以及与所涉人员的比例是否匹配进行确定。严禁鼓励、参与或以其他方式为任何形式的性娱乐活动提供便利。

Expenses for meals, entertainment, travel, and lodging for government officials or business partners may only be incurred upon completion of all approvals.

政府官员或业务伙伴的用餐、招待、差旅和住宿费用只有在完成所有审批后方可发生。

For all such expenses, the reimbursement request must identify the total number of all attendees and their names, employer, and titles (if possible). All expense reimbursements must be supported by receipts, and expenses and approvals must be accurately and completely recorded in the Company's records. In all instances, employees must ensure that the recording of the expenditure associated with meals, lodging, travel, or entertainment clearly reflects the true purpose of the expenditure.

对于所有此类费用，报销申请必须注明总人数、所有与会者的其姓名、雇主和职称（如有可能）。所有费用报销必须有收据证明，费用和批准必须准确完整地记载在公司记录中。在任何情况下，员工都必须确保与用餐、住宿、差旅或招待相关的支出记录清楚反映支出的真实目的。

Please note that the provision on meals, entertainment, travel, and lodging as well as the reporting requirements, in this section, apply even if an employee is not seeking reimbursement for such expenses (*i.e.* paying these expenses out of your own pocket does not avoid these requirements). 请注意，本节中有关用餐、招待、差旅和住宿的规定以及审批要求，即使员工在不要求报销此类费用时也适用（即，自掏腰包支付这些费用并不能避免这些要求）。

When possible, meals, entertainment, travel, and lodging payments should be made directly by the Company to the provider of the service, and should not be paid as a reimbursement. Per diem allowances may not be paid to a government official or any other individual (in the private or public sector) that has the power to decide or influence the Company's commercial activities for any reason.

在可能的情况下，用餐、招待、差旅和住宿费用应由公司直接支付给服务提供者，而不应作为报销费用支付给被招待者。不得以任何理由向有权决定或影响公司商业活动的政府官员或（私营或公共部门中的）任何其他个人支付每日津贴。

In addition, in general practice, meals and entertainment must be offered or accepted in accordance with the Company's *Guidelines on Gift & Entertainment*.

此外，在一般情况下，提供或接受宴请和招待必须遵守公司的《礼品与招待指南》。

9. Interactions with Third-Party Business Partners 与第三方业务伙伴的互动

The Company prohibits any conduct that, either directly or through third parties, inappropriately influences government officials or private individuals for any improper benefit. 公司禁止任何直接或通过第三方不当影响政府官员或个人以谋取任何不当利益的行为。

Partnerships with customers, suppliers and other business partners are fundamental to Duality Bio's business, but the Company may also be liable for the conduct of third parties if they commit bribery on the Company's behalf. Thus, it is permissible to hire agents or representatives to engage in business on the Company's behalf, but the Company attaches high importance to not bribing business partners and only maintaining business relationships with law-abiding and reputable business partners.

与客户、供应商和其他业务伙伴的合作对于公司的业务至关重要。如果第三方代表公司进

行贿赂，公司也可能需要对第三方的行为承担责任。因此，虽然公司允许聘用代表公司从事业务的代理或代表，但公司高度重视不得贿赂业务伙伴这一行为准则，并且只与守法和信誉良好的业务伙伴保持业务关系。

The Company safeguards customers' interests by carefully selecting and managing suppliers and other business partners. Employees who deal with third parties must evaluate all business partners as well as monitor them throughout the life of the business relationship. Specifically, employees should:

公司通过谨慎选择和管理供应商及其他业务伙伴来保障客户的利益。与第三方打交道的员工必须对所有业务伙伴进行评估，并在整个业务关系期间对其进行监督。具体而言，员工应：

- (a) screen suppliers and other business partners carefully and conduct an integrity due diligence review of such third party;
认真筛选供应商和其他业务伙伴，并对此类第三方进行诚信尽职调查；
- (b) insert appropriate anti-corruption compliance provisions in the third party's written contracts (depending on the circumstances, such provisions could include representations, warranties, covenants, and may require the agent to undergo training);
在第三方的书面合同中加入适当的反腐败合规条款（根据具体情况，此类条款可包括声明、保证、契约，并可要求其接受培训）；
- (c) require the third party to certify that it has not violated and will not violate the **section regarding "Anti-Bribery and Anti-Corruption"** hereunder and any applicable anti-corruption laws during the course of its business with the Company;
要求第三方保证其在与公司的业务往来过程中，未曾违反也不会违反本《行为准则》中有关“反贿赂和反腐败”的章节以及任何适用的反腐败法律；
- (d) monitor the reasonableness and legitimacy of the services provided by and the compensation paid to the third party during the engagement;
在雇用第三方期间，监督第三方提供的服务及向其支付的报酬的合理性和合法性；
- (e) continue to analyze Duality Bio's current business relationships with third parties and

respond promptly to emerging risks; and

继续分析映恩生物目前与第三方的业务关系，并及时应对新出现的风险；

- (f) conduct other proper due diligence, including export control compliance and anti-money laundering laws, among other important principles.

开展其他适当的尽职调查，包括出口管制和反洗钱法等重要合规原则。

In addition, employees charged with managing suppliers, such as screening or dealing with suppliers, must act strictly in accordance with the Company's *Vendor Management Policy*. Employees retaining third parties that will be representing the Company before government entities must discuss the engagement with HR Department and Legal Department and prior to hiring the third party. Any official collaboration of Duality Bio with academic institutions, CROs, CDMOs, or technology companies require the written approval of CEO or CEO-delegate in advance.

此外，负责管理供应商（如筛选供应商或与供应商打交道）的员工必须严格按照公司的《**供应商管理制度**》行事。员工在聘用第三方代表公司与政府打交道时，必须在聘用第三方之前与人力资源部和法务部讨论。映恩生物与学术机构、CROs、CDMOs或技术公司的任何正式合作，都必须事先获得首席执行官或首席执行官授权代表的书面批准。

Once a third party is engaged, employees who deal with the third party must always be aware of potential red flags. Red flags are certain actions or facts which should alert a company that there is a possibility of improper conduct by a third party. A red flag does not mean that something illegal has happened, but rather that further investigation is necessary. Red flags are highly fact-dependent, but some examples of red flags are:

一旦聘用第三方，与第三方打交道的员工必须时刻注意潜在的**危险信号**。危险信号指应提醒公司注意第三方可能存在不当行为的某些行为或事实。危险信号并不意味着发生了违法行为，而是意味着有必要进行进一步调查。危险信号高度依赖于具体事实，以下是一些危险信号的例子：

- (a) Unusual or excessive payment requests, such as requests for over-invoicing, up-front payments, ill-defined or last-minute payments, success fees, unusual commissions, or mid-stream compensation payments;

- 不寻常或过分的付款要求，例如要求多开发票、预付款项、不明确的或紧急付款、成功费、不寻常的佣金或中途补偿付款；
- (b) Requests for payments to an account in a country other than where the third party is located or is working on behalf of the Company;
要求支付至第三方所在国家以外的账户，或者代表公司的第三方在其他国家的账户；
 - (c) Requests for payment to another third party, to a numbered account, or in cash or other untraceable funds;
要求向其他第三方或账户付款，或使用现金、其他无法追踪的资金付款；
 - (d) Requests for payment from another third party which did not exist, or is not existing or traceable;
要求另一第三方支付，而该第三方不存在、已注销或无法追踪；
 - (e) Requests for payment without contractual basis, such as no reference to a Statement of Work, a Master Services Agreement, or other controlling agreement;
没有合同依据的付款请求，如未提及工作说明书、主服务协议或其他控制性协议；
 - (f) Requests for political or charitable contributions;
要求政治献金或慈善捐赠；
 - (g) The third party is related to a government official or has a close personal or business relationship with a government official;
第三方与政府官员有亲属关系，或与政府官员有密切的个人或业务关系；
 - (h) Any refusal or hesitancy by the third party to disclose its owners, partners, or principals;
第三方拒绝或不愿披露其所有者、合作伙伴或负责人；
 - (i) The third party uses holding companies or other methods to obscure its ownership, without adequate business justification;
第三方在没有充分商业理由的情况下，使用控股公司或其他方法掩盖其所有权；
 - (j) The third party expresses a desire to keep his representation of the Company or the terms of his retention secret; or
第三方表示希望对其代表公司行事和雇用条款进行保密；
 - (k) The third party has little experience in the industry but claims to “know the right people.”
第三方几乎没有行业经验，但声称“认识合适的人”。

If employees have reason to suspect that a third party is engaging in potentially improper conduct, the employee must report the case to the HR Department or Legal Department immediately. The Company will conduct an investigation and stop further payments to the third party if the

Company's suspicions are verified through the investigation.

如果员工有理由怀疑第三方可能存在不当行为，则必须立即向人力资源部或法务部报告。公司将进行调查，如经调查证实公司的怀疑属实，公司将停止向第三方进一步付款。

10. Interactions with Health-Care Professionals 与医疗卫生专业人士的互动

“Health-Care Professional” (“HCP”) is defined broadly to cover any person or entity that is involved in the provision of health care services or items to patients.

医疗卫生专业人士的定义广泛，包括任何参与向患者提供医疗服务或产品的个人或实体。

Strong working relationships with HCPs are essential to Duality Bio's success. They not only are Duality Bio's customers or vendors, but also partners in Duality Bio services provided to customers. Generally, Duality Bio may not only organize training and educational programs for HCPs to demonstrate Duality Bio products and medical technology, but may also sponsor the events held by third parties in support of HCP's trainings, continuing education and communication on clinical, research and technologies. In addition, it is also permissible for Duality Bio to engage HCPs to conduct education and marketing programs under certain circumstances.

与医疗卫生专业人士建立良好的工作关系对映恩生物的成功至关重要。他们不仅是映恩生物的客户或供应商，也是映恩生物为客户提供服务的合作伙伴。通常来说，映恩生物不仅可能为医疗卫生专业人士组织培训和教育项目，以展示映恩生物的产品和医疗技术，还可能赞助第三方举办的活动，以支持医疗卫生专业人士的培训、继续教育以及临床、研究和技术方面的交流。此外，在某些情况下，映恩生物也可聘请医疗卫生专业人士开展教育和市场活动。

Certain employees have extensive interactions with HCPs through product design teams, training and education programs and research projects, among other activities. While these interactions are vital to Duality Bio, you must remember that the Company's arrangements with HCPs are closely regulated by government authorities. The regulation of financial relationships with HCPs are designed to make sure that Duality Bio obtains and conducts business based on its quality, science, prices and professional operations, not improper financial incentives. Significant penalties may be imposed on Duality Bio, its employees, or the HCPs for violating corruption, health care fraud and abuse laws, including imprisonment, criminal or civil fines and exclusion

from participation in government health care programs.

一些员工通过产品设计团队、培训和教育计划以及研究项目等活动，与医疗卫生专业人士进行广泛的互动。虽然这些互动对映恩生物至关重要，但您必须记住，公司与医疗卫生专业人士的安排受到政府部门的严格监管。监管与医疗卫生专业人士的经济往来，是为了确保映恩生物获得和开展业务是基于其质量、科学、价格和专业运营，而非通过不正当的财务激励。若发生违反腐败、医疗欺诈和滥用法律等行为，映恩生物、其员工或医疗卫生专业人士可能会受到严重处罚，包括有期徒刑、刑事罚金或民事罚款以及被禁止参与政府医疗项目。

In broad terms, Duality Bio's policy on financial arrangements with HCPs can be stated in two general rules:

广义上，映恩生物与医疗卫生专业人士的财务安排应遵守以下两条一般性规则：

- Employees may not condition a financial arrangement or provide free products, services, or grants in exchange for an explicit or implicit agreement to use, purchase, order or recommend Duality Bio products or to offer special treatment for Duality Bio's projects or as a reward for high-volume customers.

员工不得以财务安排为条件或提供免费产品、服务或赞助，以换取医疗卫生专业人士明示或暗示同意使用、购买、订购或推荐映恩生物产品，或为映恩生物的项目提供特殊待遇，或作为对大批量采购客户的奖励。

- Payments to HCPs may be made only for (a) an approved research or educational grant for legitimate scientific, clinical, or educational activities, consistent with Duality Bio policies; or (b) the provision of services for which there is a legitimate business need *and* a written agreement that provides for fair market value compensation that is approved in advance in accordance with Duality Bio's standard operating procedures.

只有在以下情况下才可向医疗卫生专业人士付款：(a) 符合映恩生物制度、经批准的、用于合法的科学、临床或教育活动的研究或教育补助金；或 (b) 为合法的商业需求提供服务，并根据映恩生物的标准操作流程获得事先批准后，签署了书面协议，约定了公允市场价值报酬的。

Specifically, employees must comply with the Company's *Guidelines on Interactions with HCPs* when interacting with HCPs. In addition, specific rules may also apply to interactions with

healthcare organizations. The *Guidelines on Interactions with HCPs* and the *Guidelines on Gift & Entertainment* provide further guidance on these aspects.

具体而言，员工在与医疗卫生专业人士互动时，必须遵守公司的《与医疗卫生专业人士互动指南》。此外，特定规则也可能适用于与医疗组织的互动。《与医疗卫生专业人士互动指南》和《礼品与招待指南》提供了有关这些方面的进一步指导。

11. Interactions with Government Agencies 与政府机构的互动

It is the Company's policy to strictly comply with all applicable laws and regulations regarding interactions with government agencies and government officials, and to maintain strict standards of ethics and business conduct. This Code includes strict compliance with all applicable laws, rules and regulations.

公司的政策是严格遵守与政府机构和政府官员互动相关的所有适用法律法规，并维持严格的道德和商业行为标准。《行为准则》要求严格遵守所有适用的法律、法规和规章。

Any official collaboration of Duality Bio with local governments, government agencies or government officials require Chief Executive Officer's written approval in advance.

映恩生物与当地政府、政府机构或政府官员的任何官方合作都需获得首席执行官的事先书面审批。

11.1 Lobbying 游说

Depending on the jurisdiction, lobbying of government officials may trigger registration, reporting, or other obligations for the Company and/or employees under applicable law. Lobbying includes any communications with a government official on behalf of the Company in an attempt to influence official actions, including legislation, regulations, executive orders, nominations, government contracts, or any other government policies or positions. It also includes attempts to influence official actions indirectly by urging employees or the public to contact government officials to support or oppose official actions, communicating with government officials to build goodwill with the officials for the purpose of influencing future government actions, and efforts in support of the activities described above, including through preparation, research, and other behind-the-scenes activities, even if the lobbying does not ultimately take place. Any Company employee engaged in lobbying must consult with the HR/PR Department

and Legal Department to determine whether registration and reporting is required and must comply with all registration, reporting, and other applicable rules. In some jurisdictions, Company employees engaged in lobbying may also be required to track and record their time, activities, and expenditures. Further, any Company employee who wishes to retain the services of an outside firm that will engage in lobbying on the Company's behalf must first receive prior authorization from the Chief Executive Officer and all agreements and contracts with outside lobbying firms must be approved by the Chief Executive Officer. Employees, agents, or contractors who need to lobby any legislature or any government official on official actions must specify, in writing, the nature of the lobbying activity, the key person(s) or group(s) supporting said lobbying activity, the target(s) of lobbying activity, the cost of the proposed lobbying activity to the Company and to the lobbyist(s), and a statement that all lobbying activity shall be ethical, done wholly and in strict compliance with all applicable laws and regulations, and shall not in any way harm the interests of Company or otherwise be against the public interest.

根据司法管辖区的不同，对政府官员的游说可能会触发公司和/或员工在适用法律下的登记、报告或其他义务。游说包括代表公司与政府官员进行任何沟通，试图影响官方行为，包括立法、法规、行政命令、提名、政府合同或任何其他政府政策或职位。它还包括间接影响官方行为的尝试，比如敦促雇员或公众联系政府官员以支持或反对官方行为，与政府官员沟通、建立良好关系以影响他们未来的政府行为，以及通过准备、研究和其他幕后活动来达到支持上述活动的效果，即使游说最终没有发生。任何参与游说的公司员工必须咨询人力资源/公关部和法务部，以确定是否需要登记和报告，并必须遵守所有登记、报告和其他适用规定。在某些司法管辖区，参与游说的公司员工还可能被要求跟踪并记录其时间、活动和支出。此外，任何公司员工若想聘请外部公司代表映恩生物进行游说，必须事先获得首席执行官的授权，并且与外部游说公司签订的所有协议和合同都必须经首席执行官批准。需要就官方行动游说任何立法机构或任何政府官员的员工、代理或承包商，必须以书面形式说明游说活动的性质、支持上述游说活动的关键人物或团体、游说活动的目标、公司和游说者所需负担的拟议游说活动的成本，以及承诺所有游说活动均应符合道德规范、完全严格遵守所有适用法律和法规、不得以任何方式损害公司利益或违背公共利益的声明。

11.2 Contracts with Government Agencies 与政府机构的合同

At times, governments not only regulate Duality Bio products or services, but also purchase them. Because government officials are obligated to follow specific requirements and laws, special care must be taken in government procurement situations. Some key requirements for doing business

with a government agency are:

有时，政府不仅会对映恩生物的产品或服务进行监管，还会购买这些产品或服务。由于政府官员有义务遵守特定的要求和法律，因此在政府采购中必须特别小心。与政府机构开展业务的一些关键要求包括：

- (1) accurately representing which Duality Bio products or services are covered by government contracts;
准确表述政府合同中所涵盖的映恩生物产品或服务；
- (2) not offering or accepting kickbacks, bribes, gifts, gratuities or other valuables with the intent of obtaining favorable treatment from the recipient (a gift that is customary in the industry may be perceived as a bribe by a government official);
不提供或接受回扣、贿赂、礼品、礼金或其他贵重物品，以获得收礼人的优惠待遇（即使是行业惯例的礼品也可能会被政府官员视为贿赂）；
- (3) not improperly soliciting or obtaining confidential information, such as sealed competitors' bids, from government officials prior to the award of a contract; and
在获得合同之前，不得以不正当手段向政府官员索取或获取机密信息，如竞争对手的密封标书；及
- (4) hiring present and former government personnel or their relatives only in compliance with applicable laws and regulations (as well as consulting Duality Bio legal counsel and human resources management prior to hiring any such individual).
仅在符合现行法律法规的情况下雇用现在或曾经在政府工作的人或其亲属（并在雇用任何此类人员之前咨询映恩生物的法务部和人力资源部）。

When interacting with government agencies or government officials, you must also read and adhere to the section regarding “Anti-Bribery and Anti-Corruption” under this Code, *Guidelines on Gift & Entertainment*, as well as other relevant policies of the Company. If you have any concern about any decisions to be made or any actions to be taken during the interaction with government agencies or government officials, you should immediately consult with the HR/PR Department and Legal Department.

在与政府机构或政府官员互动时，您还必须阅读并遵守本准则下的“反贿赂和反腐败”章

节、《礼品与招待指南》以及公司的其他相关政策。在与政府机构或政府官员互动的过程中，如果您对要做出的任何决定或采取的任何行动有任何担忧，您应立即向人力资源/公关部和法务部咨询。

12. Conflicts of Interest 利益冲突

A conflict of interest exists when a personal interest or activity of an employee influences or interferes with that employee's performance of duties, responsibilities or loyalties to Duality Bio, which may affect their ability to act in the best interests of the Company. **Employees must avoid situations where their personal interests conflict with, or appear to conflict with, the interests of the Company.**

当员工的个人利益或活动影响或干扰该员工履行对公司的职责、责任或忠诚时，就存在利益冲突，这可能会影响他们为公司的最大化利益行事的能力。员工必须避免个人利益与公司利益相冲突或可能与公司利益相冲突的情况。

If any matter exists that might be or creates the appearance of a conflict of interest, the employee must promptly make a full written disclosure to, and seek direction from, their supervisor, the HR Department and Legal Department.

如果存在任何可能存在或产生利益冲突的事项，员工必须立即向其主管、人力资源部和法务部作出完整的书面披露，并寻求指导。

For more guidance on handling conflicts of interest, please refer to the *Guidelines on Conflicts of Interest*.

有关处理利益冲突的更多指导，请参阅《利益冲突指南》。

13. Insider Trading 内幕交易

The use or disclosure of “material nonpublic information” may subject employees, the Company, and persons outside Company to whom the information is communicated to severe liabilities under applicable laws, including but not limited to the criminal and civil securities laws of the United States, and the Securities Law and Criminal Law of the PRC. Information is considered “material” if it is considered important to a reasonable investor in deciding whether to buy, sell or hold Duality Bio securities, the securities of its competitors, or the securities of another

company to which the information relates. Such “material” information includes among other things potential acquisitions, earnings, new products or discoveries, product approvals, major management changes, and upcoming litigation or regulatory proceedings and joint ventures. Information is “nonpublic” or “inside” when it has not been put on record with any regulatory authorities or announced through public channels, such as a press release. Even though information has been released to the media, information is still considered “nonpublic” until there has been sufficient time for the general dissemination of the information. Anyone in possession of material nonpublic information must not trade in or recommend the purchase or sale of the securities concerned until the information is properly disclosed and disseminated.

使用或披露“重大非公开信息”可能会使员工、公司和公司以外收到信息的人承担现行法律规定下的严重法律责任，包括但不限于美国的刑事和民事证券法、中国的证券法和刑法。如果信息被认为对合理的投资者决定是否购买、出售或持有映恩生物的证券、其竞争对手的证券或与信息相关的另一家公司的证券具有重要意义，则该信息被视为“重要”信息。此类“重要”信息包括潜在的收购、收益、新产品或发现、产品批准、重大管理层变动、即将发生的诉讼或监管程序以及合资企业等。如果信息尚未在任何监管机构备案或通过新闻稿等公开渠道公布，则属于“非公开”或“内部”信息。即使信息已向媒体发布，在信息有足够的时间得到广泛传播之前，信息仍被视为“非公开”信息。在信息得到适当披露和传播之前，任何掌握重大非公开信息的人不得买卖或建议他人买卖相关证券。

Whenever material nonpublic information is received by an employee of the Company, the recipient must not use the information for the employee’s own benefit or that of his/her family or friends, nor may it be disclosed to anyone else for his/her personal use. It does not matter whether such information is directly or indirectly learned by the employee. If you have questions about whether the information you possess is material or whether it has been made public, contact the Finance Department and Legal Department before taking any actions or making any decisions.

当公司员工收到重要的非公开信息时，接收者不得将该信息用于为自己或家人或朋友谋利，也不得将该信息透露给其他人供其个人使用。至于员工直接还是间接获悉此类信息并不重要。如果您对自己掌握的信息是否重要或是否已被公开存有疑问，请在采取任何行动或做出任何决定之前联系财务部和法务部。

Disclosure of material inside information by Duality Bio’s business partners to Duality Bio employees may be required in connection with possible loan transactions or in connection with other financial matters such as mergers, acquisitions, public offerings, or private placements.

Employees involved must not communicate this information to anyone except to the extent essential to carry out the proposed transaction. Investment transactions in securities pertaining to this information may not be made by any employee until a reasonable period of time has elapsed after the information is made publicly available.

在可能的贷款交易或其他财务事项（如合并、收购、公开发行或私募）中，映恩生物的业务伙伴可能需要向映恩生物的员工披露重要的内部信息。除非是在开展拟议交易的必要范围内，否则相关员工不得向任何人透露这些信息。在信息公开后的一段合理时间内，任何员工不得进行与此信息相关的证券投资交易。

Violators of securities laws are subject to severe civil and criminal punishments. Severe penalties may apply even where the disclosing person did not engage in the transaction or personally benefit from the trading.

违反证券法的人将受到严厉的民事和刑事处罚。即使没有参与交易或从交易中获得个人利益，披露人也可能受到严厉的处罚。

14. Books and Records 账簿和记录

Company documents and records are part of the Company's assets, and employees are responsible for maintaining their accuracy and security. Employees are required to use sound records management skills by recording information accurately and honestly in reasonable detail and retaining records as long as necessary to meet business objectives, applicable legal requirements and the Company's system of internal controls. When required and directed, all employees are obliged to diligently search their files for any required records. Clinical data must be maintained in accordance with regulatory and corporate confidentiality standards.

公司文件和记录是公司资产的一部分，员工有责任维护其准确性和安全性。员工必须运用合理的记录管理技能，准确、真实、详细地记录信息，并在必要时保留记录，以满足业务目标、现行法律要求和公司内部控制系统的需要。当有要求和指示时，所有员工都有义务勤勉地在其档案中查找任何要求的记录。临床数据必须按照监管和公司保密标准进行维护。

Financial records must accurately reflect and describe properly the true nature, purpose and amount of all transactions entered into or conducted by or on behalf of the Company. Under no circumstances may funds, assets, or liabilities of the Company be concealed or hidden. Documentation must provide an appropriate audit trail, as may be necessary, to reconstruct

transaction(s) at a later date. No false, artificial or misleading entries may be made in the books and records of the Company for any reason. Falsification of any Company document (e.g., payroll time sheets, loan documentation, etc.) may be grounds for disciplinary action, termination of employment, and/or prosecution.

财务记录必须准确反映并适当描述公司或公司代表达成或的所有交易的真实性质、目的和金额。在任何情况下都不得隐瞒或隐藏公司的资金、资产或负债。文档必须提供必要的适当审计跟踪，以便日后重现交易。不得以任何理由在公司账簿和记录中做任何虚假、人为或误导性的记录。伪造任何公司文件（如工资考勤表、贷款文件等）都可能导致纪律处分、解雇和/或起诉。

15. Use of Assets and Information Systems 资产和信息系统的使用

Every employee is obligated to protect the Company's physical assets and information systems. Company property, such as office supplies, production equipment, products, buildings, electronic equipment, emails and network, may not be used for personal purposes. The Company has the right to request access to employees' personal devices for company work-related information or activities, if those devices are used for company-related work. Employees should not have any expectation of privacy when they use the Company's telecommunications, networking or information processing systems (including, without limitation, stored computer files, email messages and voice messages) for personal reasons and that any activity and all files or messages on or using any of those systems may be monitored at any time. Any misuse or misappropriation of corporate funds, information, equipment, facilities or other assets may be considered criminal behavior and can bring severe consequences. Expenses may not be charged to the Company unless they are for Duality Bio's business purposes. Also, Company computers may not be used as vehicles for unauthorized software (i.e., pirated or unlicensed).

每位员工都有义务保护公司的有形资产和信息系统。公司财产，如办公用品、生产设备、产品、建筑物、电子设备、电子邮件和网络，不得用于个人目的。如果员工的个人设备用于与公司相关的工作，则公司有权要求访问这些设备，以获取与公司工作相关的信息或开展与公司工作相关的活动。当员工出于个人原因使用公司的电信、网络或信息处理系统（包括但不限于存储的计算机文件、电子邮件信息和语音信息）时，员工不应期待公司会保护这部分隐私。而且，在这些系统上或使用这些系统的任何活动和所有文件或信息都可能随时受到监控。任何滥用或挪用公司资金、信息、设备、设施或其他资产的行为都可能被视为犯罪行为，并可能带来严重后果。除非出于映恩生物的业务目的，否则不得向公司收取

任何费用。此外，公司电脑不得用作未经授权软件（即盗版或未授权软件）的载体。

16. Investor and Media Relations 投资者和媒体关系

It is Duality Bio's policy to provide accurate and consistent communications to the public. To maintain the consistency and accuracy of the information, corporate spokespersons are designated to respond to all inquiries. These spokespersons are responsible for releasing information at the appropriate time and for guarding against the inadvertent disclosure of confidential information. Except for designated spokespersons, no employee should respond to inquiries from the media or the investment community. All inquiries from the media or the investment community should be forwarded immediately to the HR/PR Department, Finance Department and Legal Department of the Company.

映恩生物的政策是向公众提供准确、一致的信息。为了保持信息的一致性和准确性，公司通过指定发言人来回答所有的询问。这些发言人负责在适当的时候发布信息，并防止无意中泄露机密信息。除指定发言人外，任何员工都不得回应媒体或投资界的询问。所有来自媒体或投资界的询问都应立即转发至公司人力资源/公关部、财务部和法务部。

Employees must be especially cautious when making comments or expressing opinions with their personal social media accounts. In particular, employees should consider the following principles prior to releasing any contents on a public online platform:

员工在使用个人社交媒体账户发表评论或观点时必须特别谨慎。在公共网络平台上发布任何内容之前，员工尤其应考虑以下原则：

- (a) Not causing any negative impact on the Company;
不对公司造成任何负面影响；
- (b) Not disclosing their employment relationship with Duality Bio;
不泄露与映恩生物的雇佣关系；
- (c) Not releasing any defamatory, harassing, threatening, false, misleading or illegal contents, among others;
不发布任何诽谤、骚扰、威胁、虚假、误导或非法的内容等；
- (d) Not verbally bullying or discriminating against others; and
不口头欺凌或歧视他人；
- (e) Not denigrating competitors or business partners of Duality Bio or their employees, products,

or services.

不诋毁映恩生物的竞争对手或业务伙伴，或其员工、产品或服务。

C. LAWFUL OPERATIONS 合法经营

17. Free and Fair Competition 自由公平竞争

17.1 Anti-trust 反垄断

Anti-trust laws are designed to maintain and promote fair and honest competition within the free enterprise system. To achieve this goal, the language of these laws is deliberately broad, prohibiting such activities as unfair methods of competition and agreements in restraint of trade. Such language gives enforcement agencies the right to examine business activities to determine their impact on competition. Violations of anti-trust laws can lead to significant sanctions.

反垄断法律旨在维护和促进自由企业之间的公平和诚信竞争。为实现这一目标，反垄断法律特意采取宽泛的措辞，其禁止不正当竞争行为以及限制交易的协议。这种措辞赋予执法机构审查商业活动以确定其对竞争影响的权利。违反反垄断法律可能导致严重处罚。

It is Duality Bio's policy to strictly adhere to all applicable anti-trust laws in its global operations. While anti-trust and competition laws can be highly technical and may vary from country to country, the following principles provide a useful summary of situations with anti-trust aspects which employees might encounter. For specific questions or interpretations on anti-trust laws, an employee may contact a member of his/her immediate supervisor or Duality Bio Legal Department.

我们的政策是在全球运营中严格遵守所有适用的反垄断法律。尽管反垄断法律和竞争法可能是高度技术性的，并且可能因国家而异，但以下原则为员工可能遇到的反垄断方面的情况进行了有用的总结。有关反垄断法律的具体问题或解释，员工可咨询直接主管或法务部。

(1) Relations with Competitors 与竞争对手的关系

Interactions with competitors are of particular sensitivity under anti-trust laws. Discussions and any information exchange pricing, bids, discounts, promotions, profits, costs, raw material, terms

or conditions of sale, royalties, production plans or inventories *with competitors* must be avoided entirely. Agreements with competitors to allocate customers, divide territories or limit production or innovation also are strictly prohibited. Duality Bio determines prices and terms of sales for its products independently, and any exchange of information with competitors that may cast doubt upon that fact must be avoided. No matter if discussions relate to Duality Bio or the competition's products, or how innocent or casual the exchange may be, such sharing of information can be construed as an attempt to limit competition; however, there is nothing improper with collecting this type of information that is publicly available in the marketplace.

根据反垄断法律，与竞争对手之间的交往尤其敏感。必须完全避免与竞争者讨论和交换以下信息，包括定价、投标价、折扣、促销、利润、成本、原材料、销售条款或条件、特许权使用费、生产计划或库存。严禁与竞争对手达成分配客户、划分区域或限制生产或创新的协议。映恩生物独立决定其产品的价格和销售条款，必须避免与竞争对手交换任何可能对这一事实造成疑异的信息。无论讨论是涉及映恩生物还是竞争对手的产品，也无论交流是多么无恶意或随意，这种信息共享都可能被视为试图限制竞争；但是，收集市场上公开的此类信息并无不妥。

(2) Trade Associations 行业协会

Trade association meetings create anti-trust risk because they involve contacts with competitors. Consequently, such meetings are continually scrutinized by government officials. If a Duality Bio employee encounters formal or informal discussions of pricing, terms of sale (or other terms that relate to the sale of goods), refusal to sell to a customer or other prohibited topics, leave immediately and bring the matter to the attention of Duality Bio's Legal Department. In addition, the Legal Department must be consulted before any trade or industry standards are implemented by Duality Bio since the development of such standards can lead to anti-trust issues.

因行业协会的会议会涉及公司竞争对手的接触，故而会产生反垄断风险。因此，政府官员经常会对此类会议进行审查。如果映恩生物的员工遇到有关定价、销售条款（或其他与商品销售有关的条款）、拒绝向客户销售或其他禁止的话题的正式或非正式讨论，应立即离席，并将此事提请映恩生物的法务部注意。此外，在映恩生物实施任何贸易或行业标准之前，必须咨询法务部，因为此类标准的制定可能会导致反垄断问题。

(3) Relations with Customers 与客户的关系

In general, companies are not allowed to discriminate in favor of or against any of their customers. Duality Bio is free to select its own customers; however, terminations and refusals to sell frequently lead to real or claimed anti-trust violations. Before terminating a relationship with a customer, consult with appropriate management, business development department and the Legal Department. Also, under certain situations, it may be unlawful for Duality Bio to require a purchaser to buy another product as a condition to being able to purchase the product the customer wants (so-called “tying”). Before a commercial decision is made on such an arrangement, please consult the Legal Department for a compliance assessment.

一般来说，公司不得歧视或偏袒任何客户。映恩生物可以自由选择自己的客户，但是，终止和拒绝销售经常会导致实际的或涉嫌反垄断违法行为。在终止与客户的关系之前，请咨询相关管理层、业务发展部门和法务部。此外，在某些情况下，要求客户购买另一种产品作为采买其实际所需产品的条件（即所谓的“搭售”）可能是违法的。在对此类安排做出商业决定之前，请咨询法务部，以进行合规性评估。

17.2 Unfair Competition 不正当竞争

Unfair methods of competition and deceptive acts or practices are prohibited. Examples of these include:

禁止不公平的竞争方法、欺骗行为或操作，例如：

- (a) false or deceptive statements or comparisons about Duality Bio’s services;
关于公司服务的虚假或欺骗性陈述或比较；
- (b) falsely disparaging a competitor or its products or services;
诋毁竞争对手、其产品或服务；
- (c) making statements without data to substantiate them; and
做出没有数据支持的陈述；及
- (d) representing one’s product as that of another, such as by simulating a competitor’s packaging or trademarks.
以自己的产品冒充他人的产品，如模仿竞争对手的包装或商标。

18. International Business 国际业务

Duality Bio is committed to complying with applicable laws regarding import, export, re-export

and transfer of its products, services and technology, including those regarding import and customs, export controls, economic sanctions, denied party lists, anti-boycott, and product transfers, including without limitation the Export Control Law of the PRC, Office of Foreign Assets Control (“OFAC”) sanctions regulations, the Export Administration Regulations (“EAR”), the EU sanctions regulations and other trade restrictions, the UK Export Control Act 2002, and etc. Duality Bio operates in many areas of the world and the laws or jurisdictions of one country may apply to transactions or activities conducted elsewhere. Failure to comply with these international trade laws may subject Duality Bio and its employees to civil and criminal penalties, including suspension or deprivation of trade privileges.

映恩生物承诺遵守有关其产品、服务、技术的进口、出口、再出口、转让的适用法律法规，包括有关进口和海关、出口管制、经济制裁、被拒贸易方名单、反抵制和产品转让的法律，包括但不限于中国的《出口管制法》、美国外国资产控制办公室（“OFAC”）发布的制裁条例、《出口管理条例》（“EAR”）、欧盟的制裁条例和其他贸易管制、英国《2002年出口管制条例》等。映恩生物在全球许多地区开展业务，某一国家的法律或管辖可能适用于在其他地区进行的交易或活动。如果不遵守这些国际贸易法律，映恩生物及其员工可能会受到民事和刑事处罚，包括暂停或剥夺贸易特权。

Employees must adhere to the **Trade Control and Sanction Compliance Policy** of the Company. 员工必须遵守公司的贸易管制和制裁合规制度。

Where any of the following circumstances exists, please contact or consult with the Legal Department:

如有以下情况，请联系或咨询法务部：

- (a) an employee has questions about import policies and customs compliance matters;
员工对进口政策和海关合规事宜有疑问；
- (b) the transaction under consideration may be subject to laws regarding export controls, economic sanctions, or a party on a restricted party list;
拟进行的交易可能受出口管制法、经济制裁法管辖，或者是受限制主体名单上的一方；
- (c) the Company is asked to commit to a boycott;
要求公司承诺抵制；
- (d) an employee believes that Duality Bio’s exported items may have been diverted from their intended destinations; or

- 员工认为映恩生物的出口物品可能已从其预定目的地转移；或
- (e) other circumstances specified in the Trade Control and Sanction Compliance Policy.
贸易管制和制裁合规制度中规定的其他情况。

19. Anti-Money Laundering 反洗钱

Duality Bio is committed to complying with all applicable laws prohibiting the laundering of money in all countries and regions in which it operates. Money may be laundered to hide the criminal activity associated with it, including crimes from which it was generated (e.g., drug trafficking, tax avoidance, counterfeiting, etc.); money may also be laundered to promote or facilitate such criminal activity.

映恩生物承诺在其开展业务的所有国家和地区遵守所有禁止洗钱的适用法律法规。洗钱可能是为了掩盖与之相关的犯罪活动，包括由此产生的犯罪（如贩毒、避税、造假等）；洗钱也可能是为了促进或便利此类犯罪活动。

Employees need to be alert to the dangers to the Company should it become involved in receiving or laundering the proceeds of crime. Employees must report to the HR Department or Legal Department the instance of any known or suspected money laundering or criminal activity.

如果公司牵涉接收或洗钱犯罪所得，员工必须对公司面临的危险保持警惕。员工必须向人力资源部或法务部报告任何已知或可疑的洗钱或犯罪活动。

Employees should be aware of “red flags” that may involve money laundering and promptly report such red flags to the HR Department or Legal Department. Examples of “red flags” for money laundering may include:

员工应注意可能涉及洗钱的“危险信号”，并立即向人力资源部或法务部报告此类“危险信号”。洗钱的“危险信号”的例子包括：

- (a) Complex or opaque corporate structures, use of shell companies, or lack of transparency around beneficial ownership, particularly where there is no clear commercial basis for the lack of transparency;
复杂的或不透明的公司结构，使用空壳公司，或者在受益所有权方面缺乏透明度，特别是在没有明确商业理由的情况下缺乏透明度；
- (b) Reputational challenges involving the counterparty, or situations where the financial circumstances, activities, or profile of the counterparty are unexpected;

- 交易对手的声誉受到质疑，或交易对手的财务状况、活动、背景情况出人意料；
- (c) Use of intermediaries, such as receipt of payments from third parties, requests to make payments to third parties, or reliance on opaque funding sources;
使用中介机构，如接收第三方付款、要求向第三方付款或依赖不透明的资金来源；
 - (d) Use of business or payment strategies that do not make economic sense, such as unusually high prepayments, overpayments of amounts due (particularly when accompanied by requests for refunds or transfers of excess funds to other parties or accounts), or reliance on business models that are economically, technically, logistically, or otherwise unfeasible;
使用不符合经济逻辑的商业或支付策略，例如异常高额的预付款、超额支付到期款项（特别是在要求退款或将多余资金转移给其他各方或账户的情况下），或依赖在经济、技术、物流或其他方面不可行的业务模式；
 - (e) Doing business with counterparties in jurisdictions that present a high risk of financial crime, or that are suspected to be related to sanctioned or politically exposed persons.
与在金融犯罪风险较高的司法辖区内的交易对手开展业务，或与被制裁者或政治敏感人物有关联的交易对手开展业务。

20. Product Quality and Safety 产品质量和安全

All employees must constantly strive to understand the needs of Duality Bio customers and demonstrate Duality Bio's commitment to excellence by delivering the highest quality products and services.

所有员工必须不断努力了解客户的需求，并通过提供最高质量的产品和服务，来证明公司对卓越的追求。

Achieving the highest level of quality requires Duality Bio employees to focus on continuous evaluation and improvement of Company clinical research activities, as well as instituting corrective and preventive actions when necessary. This includes:

要实现最高质量水平，要求映恩生物员工专注于持续评估和改进公司的临床研究活动，并在必要时采取纠正和预防措施。这包括：

- (a) enhancing value to customers through new and improved products and services;
通过更新和改进提高产品与服务对客户价值；

- (b) understanding and complying with applicable regulatory requirements, including but not limited to testing, compliance certification, and regulatory reporting obligations;
理解和遵守现行法规要求，包括但不限于测试、合规认证和监管报告义务；
- (c) improving responsiveness to the customer; and
提高对客户响应能力；
- (d) improving productivity and effectiveness in the use of all resources.
提高资源利用时的生产力和效率。

To this end, all employees are expected to know, understand and comply with their business unit's applicable quality and safety policies and procedures. Employees should also raise questions or concerns regarding quality and safety issues to appropriate persons in management as outlined in their business unit's quality and safety manual.

为此，所有员工都应了解、理解并遵守其业务部门适用的质量与安全政策和程序。员工还应按照其业务部门的质量和安全手册中的规定，向管理层的相关人员提出有关质量和安全问题的疑问或疑虑。

D. CONFIDENTIALITY 保密

21. Intellectual Property Rights 知识产权

Patents, trademarks, copyrights, and trade secrets (including all manner of technical and financial data) are all considered intellectual property and, as such, are valuable assets of the Company. All employees have a moral and legal obligation to protect the Company's intellectual property from unauthorized or accidental unauthorized disclosure. This obligation continues even if an employee leaves the service of the Company for any reason. Unauthorized disclosure of this information could destroy its value to the Company and give an unfair advantage to others.

专利、商标、著作权和商业秘密（包括所有形式的技术和财务数据）均被视为知识产权，因此为公司宝贵的资产。所有员工都有道德和法律义务保护公司的知识产权不受未经授权的意外的泄露。即使员工因任何原因离开公司，该义务仍然有效。未经授权披露这些信息会破坏其对公司的价值，并使他人获得不公平的优势。

Employees who develop inventions, ideas, or any form of intellectual property in the course of their work for Duality Bio are obligated to assign ownership of them to the Company. Such

employees are required to prepare and maintain comprehensive and contemporaneous records, to submit technical details of the invention or idea to the Company and to maintain them as trade secrets and, when requested, to assist in the patent process, as decided by Duality Bio. Duality Bio respects the intellectual property of others, and will not knowingly infringe valid patents, trademarks, or copyrights or misappropriate or misuse trade secrets held by others. If any employee believes that another company is infringing upon any of Duality Bio's patents, trademarks, or copyrights or that it has misappropriated or misused Duality Bio's trade secrets, that employee needs to contact the HR Department or Legal Department of the Company. In addition, employees should promptly report to the HR Department or Legal Department any known or suspected deviations from these policies.

在公司任职期间开发发明、创意或任何形式的知识产权的员工有义务将其所有权转让给公司。这些员工须准备和维护全面的和同步的记录，向公司提交发明或创意的技术细节，并将其作为商业秘密保存，并在被要求时，按照映恩生物的决定，协助完成专利程序。公司尊重他人的知识产权，不会故意侵犯他人的有效专利、商标或著作权，也不会盗用或滥用他人持有的商业秘密。如果任何员工认为其他公司侵犯了公司的任何专利、商标或著作权，或盗用或滥用了公司的商业秘密，该员工须联系公司人力资源部或法务部。此外，员工若已知或怀疑任何行为不符合这些规定，应及时向人力资源部或法务部报告。

Additionally, for more information on Duality Bio's Intellectual Property policies, please refer to the Company's *Intellectual Property and Service Invention Awards Policy*, which establishes and maintains the Company's standards for protection of Intellectual Property Rights, award and remuneration to the inventors or designers of service invention-creations.

此外，关于映恩生物知识产权政策的详细信息，请参阅公司的《职务发明创造奖励及报酬制度》，该政策建立并维护了公司对知识产权保护、对服务发明创造的发明人或设计者的奖励和报酬的标准。

22. Confidential Information 机密信息

Every employee is obligated to maintain the confidentiality and security of the Company's confidential information as well as that of its customers, patients, suppliers, shareholders, bondholders, fellow employees and third parties who disclose information to Duality Bio in confidence. "Confidential information" includes any information, whether or not in tangible form,

that is not generally disclosed to the public and that is useful or helpful to the Company's business and/or which would be useful or helpful to competitors of the Company. It includes information referred to as "trade secrets". **"Trade secret"**, for purpose of this Code, refers to information such as technical information and business information, which is secret in the sense that it is unknown or not readily accessible through proper means to the public, has commercial value because it is a secret, and for which the Company has taken reasonable measures to keep such information secret.

每一位员工都有义务维护公司保密信息，以及公司客户、患者、供应商、股东、债券持有人、同事以及其他第三方向映恩生物机密透露之信息的保密性和安全性。“保密信息”包括任何非公开形式但对公司业务有用或有帮助的信息，或者对竞争对手有用或有帮助的信息。它包括被称为“商业秘密”的信息。**“商业秘密”**，在本准则中，指不为公众所知或不能通过公开途径轻易获得的、因为其秘密性而具有商业价值且由公司采取合理措施进行保护的的信息，包括技术信息和商业信息。

While some information may not be regulated by legal obligations, employees must be aware that all information developed or shared as a result of the business process is proprietary information that is owned by Duality Bio and must be treated as confidential. Such confidential information includes without limitation pricing, financial data, business plans and strategies, research and development information, marketing and sales programs, employment records, potential contracts or ventures, customer data, and patient information. It also includes internal correspondence, regulatory reports and computer passwords or software. Materials that contain confidential information, such as memos, notebooks, computer disks and so on, should be stored securely and shared only with those persons with a need to know. Employees should be especially careful not inadvertently to disclose confidential information through electronic media, such as e-mail, telephone voice mail or the Internet. All employees are obligated to preserve the confidentiality of such information (including confidential information received by the Company about third parties) by not using or disclosing the information outside of the Company, unless permitted to do so in writing by a manager of the Company in accordance with the Company's policies and procedures.

虽然有些信息可能不受法律义务的约束，但员工必须意识到，所有在业务流程中开发或共享的信息都是属于映恩生物的专有信息，必须作为保密信息对待。这些保密信息包括但不限于定价、财务数据、商业计划和战略、研发信息、市场和销售计划、雇佣记录、潜在合同或合资企业、客户数据和患者信息，还包括内部通信记录、监管报告和计算机密码、软

件。包含保密信息的材料，如备忘录、笔记本、计算机磁盘等，应妥善保存，只与有必要知晓的人员共享。员工应特别小心，不要不慎通过电子邮件、电话语音邮件、互联网等电子媒介泄露保密信息。所有员工都有义务保护此类信息（包括公司收到的有关第三方的机密信息）的保密性，不得在公司外部使用或披露这些信息，除非公司经理根据公司政策和程序以书面形式允许这样做。

Occasionally, employees may receive inquiries about the Company or its business from the news media. All media inquiries must be directed to the attention of the Company's HR/PR Department and Legal Department for a response.

有时，员工可能会收到新闻媒体关于公司或公司业务的询问。所有媒体问询必须由公司人力资源/公关部和法务部回复。

Upon separation of employment with the Company, employees must maintain and protect the confidentiality of confidential information. Under no circumstances and at no time may separate employees, directly or indirectly, for their own benefit or the benefit of any other person, disclose, divulge, use, render or offer any knowledge or information with respect to any confidential information. All confidential information received during employment shall remain the sole and exclusive property of the Company.

从公司离职时，员工必须维护保护信息的保密性。在任何情况下以及任何时候，离职员工都不得为了自己或任何其他人的利益，直接或间接披露、泄露、使用、递交或提供与任何保密信息有关的任何知识或信息。雇佣期间收到的所有保密信息应为公司的独家专有财产。

Notwithstanding the foregoing, employees may disclose information as may be required by applicable law or regulation, or pursuant to the valid order of a court of competent jurisdiction or an authorized government agency, provided that the disclosure does not exceed the extent of disclosure required by such law, regulation, or order.

尽管有上述规定，员工可以在现行法律或法规的要求下或根据有管辖权的法院或被授权的政府机构的有效命令披露信息，但披露范围不得超过此类法律、法规或命令所要求的披露范围。

In addition, it is the obligation of every employee, upon termination of his or her employment with the Company, to return all of the Company's property (confidential or otherwise) in whatever form to Company, without retaining any copies or extracts of such information. This specifically

includes all electronic files, guides, manuals, reports, memoranda, directives, indices, computer diskettes, records, and other documents or tangible material which the Company provided or the employee obtained as a result of his/her employment. It also extends to rolodexes and personal files which employees may have created for their own convenience during employment, but which contain confidential or proprietary information of the Company, such as information about the Company's customers or prospective customers.

此外，每位员工在终止与公司的雇佣关系后，有义务将公司的所有财产（无论是否保密）以适当形式归还公司，不得保留此类信息的任何副本或摘录。这具体包括所有电子文档、指南、手册、报告、备忘录、指令、索引、计算机软盘、记录以及公司提供的或员工因工作而获得的其他文件或有形材料。它还包括员工在受雇期间为自己的便利而创建的名册和个人档案，但其中包含公司的保密或专有信息，例如有关公司客户或潜在客户的信息。

Additionally, for more information on Duality Bio's Confidentiality policies, please refer to the Company's **Confidentiality Policy**, which establishes and maintains the Company's standards for confidential information and the conducts required.

此外，关于映恩生物保密政策的详细信息，请参阅公司的《**保密制度**》，该政策建立并维护了公司的保密信息标准及行为要求。

23. Data and Personal Information Protection 数据和个人信息保护

Protecting the privacy and security of data and relevant personal information is of paramount importance to Duality Bio business and key to maintaining the trust of subjects, study participants, and customers. To help protect relevant data subjects, Duality Bio employees play an important role in preventing the leakage or improper use of personal information, especially sensitive personal information. In addition, violation of any applicable data or personal information protection law, such as the PRC Personal Information Protection Law, the PRC Data Security Law, or internal policies of the Company may also subject the violator to termination of employment or even criminal prosecution. In case of any potential data privacy incident, employees must notify their immediate supervisor or the HR Department or Legal Department immediately.

保护数据和相关个人信息的隐私和安全对映恩生物的业务至关重要，也是维护受试者、研究参与者和客户信任的关键。为了帮助保护相关数据主体，映恩生物的员工在防止个人信息（尤其是敏感个人信息）的泄漏或不当使用的方面发挥重要作用。此外，违反任何现行

的数据或个人信息保护法律，如《中华人民共和国个人信息保护法》、《中华人民共和国数据安全法》或公司内部政策，也可能导致违反者被解雇甚至受到刑事起诉。如果发生任何潜在的数据隐私事件，员工必须立即通知其直接主管或人力资源部或法务部。

Duality Bio respects the privacy of all individuals. The Company securely collects and stores its employees' personal and employment-related information. The Company has taken measures to restrict the access of Duality Bio employees to such information, which is limited to those who need to know such information for legitimate purposes. Subject to applicable privacy and data protection laws, Duality Bio has rights of access to all Company property and all communication records and information created in the business setting.

映恩生物尊重所有个人的隐私。公司安全地收集和存储员工的个人和就业相关信息。公司已采取措施限制映恩生物员工对这些信息的访问权限，仅限于那些出于合法目的需要了解这些信息的人才可以访问。在遵守适用的隐私和数据保护法律的前提下，映恩生物有权访问公司的所有财产以及在业务环境中创建的所有通信记录和信息。

Additionally, for more information on Duality Bio's data protection and privacy policies, please refer to the Company's *Data Protection Policy*, *Data Classification Policy* and *Data Cross-border Transfer Policy*, etc., which establishes and maintains the Company's standards for collecting, using, retaining, disclosing, storing, securing, accessing, transferring, or otherwise processing data and personal information.

此外，有关映恩生物数据保护和隐私政策的更多信息，请参阅公司的《数据保护制度》、《数据分类分级制度》和《数据出境合规制度》等，这些政策确立并维护了公司收集、使用、保留、披露、存储、保护、访问、传输或以其他方式处理数据和个人信息的标准。

E. RESPECT IN THE WORKPLACE 工作场所

24. Environment, Health and Safety 环境、健康与安全

24.1 Environment 环境

As part of being a responsible member of the community, Duality Bio strongly believes in caring for the environment around its facilities. Compliance with legal requirements is only a minimum standard, and the Company is committed to pursuing best practices wherever possible. All

employees are expected to be alert to environmental issues and share in the commitment to conserve natural resources as well as reduce waste generation in the air, water, and land. Duality Bio will report its environmental performance transparently according to applicable laws.

作为对社会负责任的一员，映恩生物坚信要爱护其设施周围的环境。遵守法律要求只是最低标准，公司致力于尽可能追求最佳的实践。所有员工都应该对环境问题保持警惕，并共同承诺保护自然资源，减少空气、水和土地中废物的产生。映恩生物将根据适用法律透明地报告其环境绩效。

24.2 Health and Safety 健康和安

Duality Bio seeks to provide each employee with a clean, safe and healthy place to work. To achieve this goal, all employees must understand the shared responsibilities of abiding by all safety rules and practices, taking the necessary precautions to protect oneself and co-workers and reporting immediately any unsafe conditions, practices, or accidents.

映恩生物力求为每位员工提供一个清洁、安全和健康的工作场所。为了实现这一目标，所有员工都必须了解遵守所有安全规则和实践的共同责任，采取必要的预防措施来保护自己和同事，并立即报告任何不安全的情况、实践或事故。

25. Equal Employment Opportunity and Diversity 平等就业机会和多样性

25.1 Equal Employment Opportunity 平等就业机会

Duality Bio offers Equal Employment Opportunity to all its applicants and employees. Retention, salary, promotion, and all employment decisions shall be based on merit and performance. Employment decisions shall not be based on race, color, creed, religion, national origin, place of birth, sex, gender identity and expression, genetic information, medical history, sexual orientation, marital status, age, disability, or any other basis prohibited by federal, state or local law.

映恩生物为所有求职者和员工提供平等就业机会。留用、薪酬、晋升和所有聘用决定均应基于业绩和表现。不得基于种族、肤色、信仰、宗教、国籍、出生地、性别、性别认同和表达、遗传信息、病史、性取向、婚姻状况、年龄、残疾或任何联邦、州或地方法律禁止的其他依据而作出雇用决定。

25.2 Diversity and Commitment to Opportunity 多样性和机会承诺

Duality Bio respects and welcomes diversity among its applicants, employees, customers, suppliers, distributors and others in the global marketplace. The Company's commitment to inclusion across race, gender, age, religion, identity, and experience is at the core of who we are as a Company.

映恩生物尊重并欢迎求职者、员工、客户、供应商、分销商和全球市场上其他人群中的多样性。公司致力于包容不同种族、性别、年龄、宗教、身份和经验的人，这是我们作为一家公司的核心。

The Company is also committed to providing opportunity for growth to all of its employees by, for example, developing employees' potential and contribution through continuing education and professional organizations and activities.

公司还致力于为所有员工提供成长机会，例如，通过继续教育、专业组织和活动来开发员工的潜力和贡献。

26. Non-Discrimination 不歧视

The Company is committed to allowing employees to progress based on their talents and providing a work environment that is free of unlawful discrimination or harassment. Discrimination based on an employee's or employment applicant's race, color, creed, religion, national origin, place of birth, gender, genetic information, medical history, sexual orientation, marital status, age or disability, or any other basis prohibited by federal, state or local law is prohibited. Every employee is subject to this standard. Employees who believe this policy has been violated should immediately contact their supervisor, the HR Department or Legal Department.

公司致力于让员工根据自己的才能取得进步，并提供一个没有非法歧视或骚扰的工作环境。禁止基于员工或求职者的种族、肤色、信仰、宗教、国籍、出生地、性别、遗传信息、病史、性取向、婚姻状况、年龄或残疾，或任何联邦、州或地方法律禁止的其他原因进行歧视。每位员工都必须遵守这一标准。如果员工认为本政策遭到违反，应立即与其主管、人力资源部或法务部联系。

This policy governs all aspects of employment including recruitment, training, compensation, benefits, transfers, reduction in staff, rehires, leaves of absences, promotion, discharge, and other

terms and conditions of employment. Further, Duality Bio also prohibits any discrimination against former employees, applicants, patients, business partners or visitors for the above factors. 本政策适用于雇佣的各个方面，包括招聘、培训、薪酬、福利、调职、裁员、续聘、请假、晋升、解雇以及其他雇佣条款和条件。此外，映恩生物还禁止因上述因素而歧视前员工、求职者、患者、业务伙伴或访客。

27. Anti-Harassment 反骚扰

27.1 Prohibition of Harassment 禁止骚扰

All employees shall be treated with respect and shall be free from harassment, including sexual harassment, in the workplace. Workplace harassment is any unwelcome or unwanted attention or discriminatory conduct based on an individual's race, color, creed, religion, national origin, gender, sexual orientation, marital status, age, disability, or other protected class. Harassment covers a wide spectrum of conduct and includes without limitation:

所有员工都应受到尊重，在工作场所不受骚扰，包括性骚扰。工作场所骚扰是指基于个人的种族、肤色、信仰、宗教、国籍、性别、性取向、婚姻状况、年龄、残疾或其他受保护类别的任何不受欢迎或违背意愿的关注或歧视行为。骚扰行为的范围很广，包括但不限于：

- verbal harassment (epithets, slurs, derogatory statements);
口头骚扰（辱骂、污蔑、贬损性言论）；
- physical harassment (hitting, pushing, or other aggressive contact); and
身体骚扰（殴打、推搡或其他攻击性接触）；
- visual harassment (posters, cartoons, drawings).
视觉骚扰（海报、卡通、绘画）。

Even something that is considered harmless by one individual may be perceived as harassment by another.

即使一个人认为无害的事情，也可能被另一个人视为骚扰。

In addition, employees must be aware that Duality Bio has zero tolerance for sexual harassment, which refers to unwelcome sexual advances, requests for sexual favors, and other verbal, physical or visual conduct of a sexual nature when:

此外，员工必须认识到，映恩生物对性骚扰是零容忍的。性骚扰是指在以下情况下，不受欢迎的性挑逗、性请求以及其他带有性性质的语言、身体或视觉行为：

- Such conduct is made either explicitly or implicitly a term or condition of employment;
此类行为被明确或暗示为雇佣条款或条件；
- Submission to or rejection of such conduct is used as the basis for employment decisions affecting an individual's employment; or
服从或拒绝此类行为被用作影响个人就业的雇佣决定的依据；或
- Such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive work environment, even if the reporting individual is not the intended target of the sexual harassment.
此类行为具有不合理地干扰个人的工作表现，或制造恐吓、敌对或攻击性工作环境的目的或影响，即使举报人并非性骚扰的预期目标。

Unwelcome actions such as the following are inappropriate and, depending on the circumstances, may in and of themselves meet the definition of sexual harassment or contribute to a hostile work environment:

以下不受欢迎的行为属于不当行为，根据具体情况，这些行为本身可能符合性骚扰的定义，或者会造成充满敌意的工作环境：

- Sexual pranks, or repeated sexual teasing, jokes, or innuendo, in person or via e-mail;
当面或通过电子邮件进行性恶作剧，或反复进行性戏弄、开玩笑或暗示；
- Verbal abuse of a sexual nature;
与性有关的口头辱骂；
- Touching or grabbing of a sexual nature;
与性有关的抚摸或抓握；
- Repeatedly standing too close to or brushing up against a person;
时常站得离某人太近或与某人擦身；
- Repeatedly asking a person to socialize during off-duty hours when the person has said no or has indicated he or she is not interested (supervisors in particular should be careful not to pressure their employees to socialize);
在对方拒绝或表示不感兴趣的情况下，一再要求对方在下班时间参加社交活动（主管人员尤其应注意，不要强迫员工参加社交活动）；

- Giving gifts or leaving objects that are sexually suggestive;
赠送带有性暗示的礼物或物品;
- Repeatedly making sexually suggestive gestures;
反复做出性暗示的手势;
- Making or posting sexually demeaning or offensive pictures, cartoons or other materials in the workplace;
在工作场所制作或张贴具有性贬低或冒犯性的图片、漫画或其他材料;
- Off-duty, unwelcome conduct of a sexual nature that affects the work environment.
下班后, 影响工作环境且不受欢迎的与性有关的行为。

A victim of sexual harassment can be all genders. Inappropriate activities between the same gender could be considered as sex harassment as well. The harasser could be a supervisor, co-worker, other department employee, or a non-employee who has a business relationship with the Company. This policy prohibiting discrimination and harassment, whether sexual or of another nature, is not limited to relationships between and among employees and prospective Duality Bio employees, but also extends to interaction with customers, suppliers, and others having a business relationship with Duality Bio.

性骚扰的受害者可以是任何性别。相同性别间的不当行为也可被视为构成性骚扰。骚扰者可以是主管、同事、其他部门员工或与公司有业务关系的非员工。这项禁止歧视和骚扰（无论是性骚扰还是其他性质的骚扰）的原则除了适用于员工之间、员工与未来的映恩生物员工之间的关系，还延伸到与客户、供应商和其他与映恩生物有业务关系的人之间的互动。

The Company encourages reporting of all incidents of conduct that may violate this policy or constitute harassment (including sexual harassment), discrimination, or retaliation, regardless of the identity of the offender. Employees who witness or experience harassment may contact their supervisor or the HR Department. Duality Bio will fairly, promptly, and fully investigate all complaints, and will maintain confidentiality to the extent possible given the Company's duty to investigate the complaint. Anyone who is found to have engaged in discriminating or harassing conduct will be subject to appropriate disciplinary action depending on the circumstances, including possibly termination of employment. All employees, including managers and supervisors, are required to cooperate with any internal investigation.

公司鼓励举报所有可能违反本政策或构成骚扰（包括性骚扰）、歧视或报复的行为事件，无论犯罪者的身份如何。目睹或遭遇骚扰的员工可以联系他们的主管或人力资源部。映恩

生物将公正、及时、全面地调查所有投诉，并在公司调查投诉的责任内，尽可能保密。任何被发现有歧视或骚扰行为的人，将视情况受到适当的纪律处分，包括可能被解雇。包括经理和主管在内的所有员工都必须配合任何内部调查。

27.2 Supervisory Responsibilities 主管责任

Managers and supervisors are required to promote a work environment where individuals feel safe and comfortable asking questions or raising concerns about these policies, and to make themselves available to listen to and discuss concerns. As such, managers and supervisors are responsible for any harassment and discrimination that should have been known to them with reasonable care and attention to the workplace for which they are responsible.

经理和主管必须营造一种工作环境，让个人能够安心、自在地就这些政策提出问题或疑虑，并随时倾听和讨论他们的疑虑。因此，经理和主管对其负责的工作场所中应由其合理注意和关注的任何骚扰和歧视行为负责。

If a manager or supervisor receives a report of harassment or discrimination, or is otherwise aware of such conduct, they are required to promptly report it to the HR Department.

若经理或主管收到骚扰或歧视的报告，或以其他方式了解到此类行为的，必须立即向人力资源部门报告。

Managers and supervisors will be subject to discipline, up to and including termination, for failing to report any allegations or suspicions of harassment or discrimination, otherwise knowingly allowing harassment or discrimination to continue, or for engaging in any harassing, discriminatory, or retaliatory conduct themselves.

如果经理和主管未报告任何骚扰或歧视的指控、怀疑，或明知情况却允许骚扰或歧视行为继续存在，或自己参与任何骚扰、歧视或报复行为，将受到纪律处分，最高至解雇。

27.3 Retaliation is Prohibited 禁止报复

Duality Bio's policy and federal, state and local law prohibit retaliation against any individual who reports discrimination or harassment or participates in an investigation of such reports. Retaliation is defined as an adverse action taken against an individual directly because they engaged in protected activity. Protected activities with regard to discrimination or harassment

include making complaints about harassment to a manager or supervisor or other person designated to receive complaints; making a report of suspected harassment even where the individual is not the recipient; assisting another individual complaining of harassment; filing a formal complaint about harassment with a government agency; opposing discrimination; or providing information during an investigation of harassment or providing testimony in connection with a complaint of harassment. Making a knowingly false complaint, however, may result in disciplinary action, including possibly termination of employment. Retaliation is a serious violation of this Code and, like harassment or discrimination itself, will be subject to disciplinary action, up to and including termination.

映恩生物的政策以及联邦、州和地方法律禁止对任何举报歧视或骚扰行为或参与此类举报调查的个人进行报复。报复的定义是因为某人参与了受保护的活动的直接对其采取的不利行动。与歧视或骚扰有关的受保护活动包括：向经理或主管或其他被指定接受投诉的人员投诉骚扰行为；举报疑似骚扰行为，即使举报人并非骚扰行为的接受者；协助其他个人投诉骚扰行为；向政府机构正式投诉骚扰行为；反对歧视；或在骚扰行为调查期间提供信息或提供与骚扰行为投诉有关的证词。但是，故意的虚假投诉可能会导致纪律处分，包括可能被解雇。报复是严重违反《行为准则》的行为，与骚扰或歧视本身一样，将受到纪律处分，最严重的处罚包括解雇。

28. No Violence, Drugs or Alcohol 禁止暴力、毒品或酒精

Duality Bio has no tolerance for violence, including fights, brawls, threats, intimidation, or violence of any kind.

映恩生物绝不容忍暴力，包括打架、斗殴、威胁、恐吓或任何形式的暴力。

Further, Duality Bio is a drug-and-alcohol free workplace. The Company prohibits the use or possession of any illegal drug, any legal prescription drug that is a controlled substance (except by the person to whom the prescription has been issued and consistent with the prescribed directions for use), or any alcohol in the workplace or Company property or when representing the Company in any way (except for authorized alcohol consumption in the case of Company-sanctioned events). Employees are prohibited from being in the workplace or on Company property, or representing the Company in any way when intoxicated or under the influence of any non-prescribed controlled or illegal substance.

此外，映恩生物是一个无毒品和酒精的工作场所。公司禁止在工作场所或公司财产内，或

在以任何方式代表公司时，使用或持有任何非法药物、任何属于受控物质的合法处方药物（除非是被签发使用处方且符合使用说明的人），或任何酒精（公司批准的活动中授权饮酒的除外）。员工在醉酒或受任何非处方管制药物或非法药物影响时，禁止进入工作场所或公司财产，或以任何方式代表公司。

In addition, the Company is opposed to excessive drinking, DUI, and the culture of forcing others to drink along. Employees must not force others to drink along or persuade others to drink in any explicit or implicit way. Employees have the right to refuse to drink or to drink along with anyone. Employees in violation of this policy are subject to appropriate disciplinary action, up to and including termination of employment. Duality Bio reserves the right to conduct searches or random drug screening to ensure compliance with this policy as permitted by local law.

此外，公司反对过度饮酒、酒驾以及强迫他人陪酒的文化。员工不得以任何明示或暗示的方式强迫他人喝酒或劝酒。员工有权拒绝喝酒或陪酒。违反此原则的员工将受到相应的纪律处分，包括解雇。在当地法律允许的情况下，映恩生物保留进行搜查或随机药物筛查的权利，以确保遵守这项原则。

F. INQUIRY AND REPORTING 询问和报告

29. Inquiries and Reporting of Misconduct 询问和报告不当行为

29.1 Inquiries 询问

It must be noted that this Code has been prepared to outline the *broad* principles of legal and ethical business conduct embraced by Duality Bio. It is not a complete list of legal or ethical questions you might face in the course of business and, therefore, this Code must be used together with your common sense and good judgment. In many situations involving moral or ethical judgment, it may be difficult for an employee to determine the proper course of action. In such instances, employees should not rely solely on their own judgment, but should forward a written request or question to the HR Department or the Legal Department.

必须指出的是，《行为准则》旨在概述映恩生物所遵循的法律和商业道德行为的广泛原则。这并不是你在业务过程中可能面临的法律或道德问题的完整清单，因此，《行为准则》必须与你的常识和良好的判断力一起使用。在许多涉及道德或伦理判断的情况下，员工可能很难确定正确的行动方针。在这种情况下，员工不应该仅仅依靠自己的判断，而应该向人

人力资源部或法务部提出书面请求或问题。

29.2 Reporting of Misconduct 举报不当行为

Each employee is responsible for conducting himself or herself according to legal and ethical standards. In addition, everyone has a responsibility to report in a timely fashion any actual or potential violations of this Code, as well as other Duality Bio policies mentioned in this Code. The Company also expects employees to fully cooperate in any investigation of a potential violation. If possible, all such reports will be held in confidence.

每位员工都有责任按照法律和道德标准行事。此外，每个人都有责任及时举报任何实际或潜在违反《行为准则》以及本准则中提及的其他映恩生物政策的行为。公司也希望员工充分配合任何针对潜在违规行为的调查。在可能的前提下，所有此类举报都将保密。

If an employee needs guidance on a legal or ethical questions or has witnessed or has knowledge of any illegal or unethical activity, he or she may seek the counsel of his or her supervisor. If approaching the supervisor is uncomfortable, or if the response is unsatisfactory, employees may consult senior management, the HR Department or the Legal Department. If an alleged violation involves a member of the HR Department or the Legal Department, the employee should report the conduct to the Chief Executive Officer. Third parties may directly contact the appropriate business manager, the HR Department or the Legal Department of the Company.

如果员工在法律或道德问题上需要指导，或目睹、知晓任何非法或不道德的活动，员工可向其主管寻求建议。如果与主管联络不方便，或得到的答复不满意，员工可咨询高级管理层、人力资源部或法务部。如果指控的违规行为涉及人力资源部或法务部成员，员工应向首席执行官举报该行为。第三方可直接联系公司相关的业务经理、人力资源部或法务部。

If employees prefer, compliance questions or reports about potential violations may be reported in one of the following ways:

如果员工愿意，可通过以下任一方式举报潜在违规行为或相关合规问题：

By E-mail 通过电子邮件：

HR@dualitybiologics.com

Legal@dualitybiologics.com

By phone 通过电话:

China中国: +86 21 2601 8730 Fax传真: +86 21 2601 8729

US and other areas or regions美国和其他地区: +1 908 758 1484

Employees may choose to remain anonymous when reporting a potential violation on the helpline. Duality Bio protects the identities of employees reporting potential misconducts in good faith and will not tolerate any form of retaliation against them.

员工在热线上举报潜在违规行为时，可以选择匿名。映恩生物保护善意举报潜在不当行为的员工身份，决不容忍任何形式的报复。

30. Treatment of Reports 处理举报

All reports of alleged violations will be investigated by the Company and will be treated confidentially to the extent consistent with Company interests and legal obligations. If the results of an investigation indicate that corrective action is required, the Company will decide the appropriate steps to take, including employee discipline, dismissal, and possible legal proceedings. If appropriate, the investigation may be turned over to applicable outside authorities, and outside investigators may assist in the inquiry. As part of the closure process, results of an investigation may be shared with the initiator of the report. For further information on treatment of reports, please refer to the Company's *Policy on Managing Reports of Compliance Concerns or Complaints*.

公司将对所有涉嫌违规的举报进行调查，并在符合公司利益和法律义务的情况下予以保密。如果调查结果表明需要采取纠正措施，公司将决定采取适当的步骤，包括员工纪律处分、解雇和可能的法律追诉。在适当情况下，调查可能会移交给适用的外部机构，外部调查人员可能会协助调查。作为结案程序的一部分，调查结果可能会与举报发起人共享。有关举报处理的详细信息，请参阅公司的《合规举报管理制度》。

In the past, members of the healthcare industry (physicians, hospitals, companies and others) have been the subject of various government investigations. It is Duality Bio's policy to fully cooperate with valid government investigations. While not likely, it is possible that Duality Bio employees may be contacted by government officials conducting an investigation. Employees should be aware that such investigations may be complex, and if contacted by an investigator, they should

verify whether Duality Bio is aware of the investigation by contacting the HR Department or Legal Department.

在过去，医疗行业的成员（医生、医院、公司和其他）一直是各种政府调查的对象。映恩生物的原则是全力配合有效的政府调查。虽然可能性不高，但政府官员有可能直接联系映恩生物的员工进行调查。员工应该意识到这种调查可能是复杂的，如果被调查人员联系，员工应该通过联系人力资源部或法务部来核实映恩生物是否知道有这种调查。

31. Non-Retaliation 禁止报复

Our commitment to promoting the highest ethical standards includes a responsibility to foster an environment that allows employees to report violations without the fear of retaliation. Employees will not be subject to any disciplinary or retaliatory action for the good faith reporting of an actual or suspected violation of this Code. “Good faith” does not mean that you have to be right—but it does mean that you believe that you are providing truthful information. Disciplinary action may still be taken if an employee makes a known false or malicious report or if an employee participated in the violation. However, if you participated in the violation and report the violation, you may be given favorable consideration in any disciplinary action.

我们致力于推进最高道德标准，包括有责任营造一种环境，允许员工举报违规行为而不必担心遭到报复。员工不会因善意举报实际或涉嫌违反《行为准则》的行为而受到任何纪律处分或报复。“善意”并不意味着你必须是对的，但你必须相信你提供的信息是真实的。如果员工故意做出虚假或恶意举报，或参与了违规行为，则仍可能会受到纪律处分。但是，如果您参与了违规行为并举报，在对您做出任何纪律处分时会考虑该有利情节。

Employees must never be discouraged from using any available channel within the Company. Any person reporting a violation under this Code must be able to freely choose whichever method they are most comfortable with to communicate their concern to the Company.

禁止阻止员工使用公司内部的任何可用沟通渠道。任何根据《行为准则》举报违规行为的人都必须能够自由选择他们认为最合适的方式，向公司传达他们的疑虑。

Any employee who retaliates against another employee for reporting known or suspected violations of our legal or ethical obligations will be in violation of this Code and subject to disciplinary action, up to and including dismissal. Retaliation may also be a violation of the law, and as such, could subject both the individual offender and the Company to legal liability. If you

believe you have been retaliated against for reporting a violation, please call the Whistleblower Hotline or write to the Whistleblower Email Address.

任何员工若因其他员工举报已知或涉嫌违反公司法律或道德义务的行为而实施报复，将构成对《行为准则》的违反，并将受到纪律处分，最高至解雇。报复行为还可能触犯法律，因此，可能使个人和公司都承担法律责任。如果你认为自己因举报违规行为而遭到报复，请拨打举报热线或写邮件至举报电子邮箱。

G. ADMINISTRATION OF THE CODE 行为准则的管理

32. Implementation and Review 实施和审查

It is the responsibility of all employees to be familiar with this Code and to abide by the letter and spirit of its provisions at all times.

所有员工都有责任熟悉《行为准则》，并始终遵守其规定的文字和精神。

33. Responsibility for Administration 管理责任

The Legal Department has overall responsibility for administration of this Code. At its discretion, the Legal Department may delegate the responsibility to determine matters of interpretation, as well as to coordinate periodic changes and grant exceptions to this Code.

法务部全面负责管理《行为准则》。法务部可酌情委托他人负责确定解释事宜，以及协调《行为准则》的定期变更和批准例外情况。

Each officer of the Company and all managers within the Company are responsible for the implementation and administration of this Code within their respective departments.

公司的每位管理人员和经理均负责在各自部门内实施和管理《行为准则》。

34. Changes and Waivers 修改和豁免

Any change of this Code may be made by the management or any committee or officer authorized by the management for that purpose. Employees shall be notified of any material changes to this Code.

对《行为准则》的任何修改均可由管理层或管理层授权的任何委员会或管理人员进行。若

《行为准则》发生任何实质性变更，公司应通知员工。

In those extremely rare circumstances where you believe that a waiver of this Code is needed, you must request approval from the Legal Department in advance of any action. Executive officers or the VPs who believes that a waiver is necessary must request approval from the Chief Executive Officer or an appropriate committee. If such a waiver is given, we will promptly disclose such waiver in accordance with the applicable legal requirements.

在极少数情况下，如果您认为需被豁免遵守《行为准则》，您必须在采取任何行动前向法务部申请批准。认为有必要豁免的执行官或副总裁必须请求首席执行官或适当的委员会批准。如果获得豁免，我们将根据适用的法律要求及时披露该等豁免。

35. Compliance Training 合规培训

The HR Department and Legal Department has the overall responsibility for compliance training. 人力资源部和法务部全面负责合规培训。

Nevertheless, the other departments should cooperate with the HR Department and Legal Department, and as requested by it, bring compliance training into the employee training plan and organize effective compliance training on a regular basis. In addition, the HR Department and Legal Department should record the contents, time and trainer of any compliance training that has been conducted and keep a list of trainees with their signatures.

不过，其他部门应配合人力资源部和法务部，根据其要求，将合规培训纳入员工培训计划，并定期组织有效的合规培训。此外，人力资源部和法务部应记录已开展的合规培训的内容、时间和培训讲师，并保留一份包含受培训人员签名的名单。

36. Disciplinary Actions 纪律处分

Each employee is responsible and accountable for adhering to this Code. Employees who violate provisions outlined in this Code could be subject to appropriate disciplinary action, including termination. The disciplinary actions shall be taken in accordance with the “**Compliance Disciplinary Policy**” applicable to the Company in different jurisdictions.

每位员工都有责任遵守《行为准则》。违反《行为准则》的员工可能会受到相应的纪律处分，包括解雇。纪律处分的实施应遵照公司在不同司法管辖区所适用的《合规惩戒制度》。

37. Languages 语言

This Policy is drafted in English and Chinese versions. If any conflict occurs between the translation, the Chinese Version will prevail.

本制度以英文和中文起草。若两种语言存在冲突，以中文版本为准。