Supplier Code of Conduct

供應商行為準則

(Latest updated on September 4, 2026)

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Introduction 前言

Guided by Lotus'[1] mission to provide patients worldwide with better, safer, and more affordable medicines, Lotus is committed to building a responsible and resilient global pharmaceutical value chain.
Lotus recognizes that our suppliers and business partners play an essential role within this value chain. Through mutual commitment and collaboration, we aim to uphold high standards of business ethics, human rights, environmental stewardship, and corporate governance across our supply network.
美時[2]秉持「提供全球病患更好、更安全且更負擔得起的藥物」之使命，致力於建立負責任且具韌性的全球製藥價值鏈。美時深知供應商與合作夥伴為價值鏈中不可或缺之一環，因此期許所有供應商與美時共同遵循高標準之商業道德、勞動人權、環境保護與公司治理原則。

This Supplier Code of Conduct is developed with reference to internationally recognized standards and initiatives, including:
本準則參考以下國際標準與倡議制定：

- Pharmaceutical Supply Chain Initiative (PSCI) Principles 製藥供應鏈倡議
- United Nations Global Compact (UNGC) 聯合國全球盟約
- Universal Declaration of Human Rights (UDHR) 聯合國世界人權宣言
- International Labour Organization (ILO) Core Conventions 國際勞工組織核心公約
- United Nations Convention against Corruption (UNCAC) 聯合國反貪腐公約

This Code applies to all suppliers, contractors, and subcontractors that directly or indirectly provide products or services to Lotus. Suppliers are expected to promote the principles set forth in this Code throughout their own supply chains and encourage their suppliers and business partners to align with these principles, where appropriate.本準則適用於所有直接或間接向美時提供產品或服務之供應商、承攬商及其分包商並於適當情況下，鼓勵其供應商及合作夥伴遵循本準則之相關原則。

[1] **Lotus** means Lotus and its Affiliates. An **Affiliate** of Lotus is any entity that directly or indirectly controls, is controlled by, or is under common control with Lotus. For purposes of this definition, **control** means: (i) the power, whether direct or indirect, to direct or cause the direction of the management or policies of an entity through ownership, contractual rights, or otherwise; or (ii) direct or indirect ownership of fifty percent (50%) or more of the voting securities or other ownership interests of such entity.

[2]「美時」指美時及其關係企業。「關係企業」**指任何直接或間接控制美時、受美時直接或間接受控制，或與美時受共同控制之法人或其他組織。就本定義而言，「控制」指：(i) 無論係透過持有股權、契約安排或其他方式，直接或間接擁有主導或影響該法人或組織之管理或決策之權力；或 (ii) 直接或間接持有該法人或組織百分之五十（50%）以上之表決權股份或其他所有權權益。

lotus
PHARMACEUTICAL

1. Labor and Human Rights 勞工與人權

Lotus' suppliers shall uphold and respect labor and human rights in accordance with internationally recognized standards. These standards apply to all workers, including direct employees, temporary workers, migrant workers, students, and any other types of workers, as well as to all direct and indirect suppliers.

美時之供應商應根據國際公認的標準維護和尊重勞工權益。該標準適用於所有員工，包括直接員工、臨時工、外籍勞工、學生和任何其他類型的員工及所有直接和間接供應商。

1.1 Voluntary Employment and Freedom of Movement 自願就業與行動自由

Lotus' suppliers shall ensure that employment is freely chosen. They shall not engage in or support any form of forced labor, debt bondage, indentured labor, involuntary prison labor, human trafficking, or any other form of modern slavery.

Employees shall have the right to terminate their employment freely in accordance with applicable laws. Suppliers shall not withhold employees' identity documents or restrict their personal freedom or freedom of movement in any manner, nor use threats, coercion, deception, or abuse of vulnerability to compel workers to perform involuntary work.

美時之供應商應確保就業基於自願原則。不得從事或容許任何形式之強迫勞動、債務勞動、契約勞動、非自願監獄勞動、人口販運或其他形式之現代奴役。

員工應有依法自由離職之權利。供應商不得扣留員工身份證件、限制其人身自由或以任何方式限制員工之行動自由，亦不得透過威脅、脅迫、欺騙或濫用弱勢地位等方式迫使員工從事非自願工作。

1.2 Prohibition of Child Labor 禁止童工

Lotus' suppliers shall ensure that all workers meet the legal minimum working age as defined by applicable local laws (whichever is higher).

Workers under the age of 18 shall not be engaged in work that may jeopardize their health or safety, including night shifts, overtime, or any work defined as hazardous under applicable national laws.

美時之供應商應確保所有員工均達到當地法律規定的法定就業年齡（以較高者為準）。18 歲以下的員工不得從事可能危害其健康或安全的工作，包括夜班、加班或當地國家法律定義為危險的任何工作。

1.3 Wages and Benefits 薪資及福利

Lotus' suppliers shall compensate workers in compliance with applicable wage laws, including minimum wage, overtime pay, and statutory benefits.

Suppliers shall clearly communicate wage structures, working hours, and employment terms prior to the commencement of employment.

美時之供應商應依法支付薪資，不得低於當地最低工資標準，並依法提供加班費及法定福利。
應於員工開始工作前清楚說明薪資結構、工時安排及相關聘僱條件。

1.4 Working Hours and Rest 工作時間及休息

Lotus' suppliers shall ensure that working hours comply with applicable local laws and regulations. Overtime shall be voluntary, shall not be excessive, and shall be compensated in accordance with applicable laws.
Employees shall be entitled to legally mandated rest periods and leave.
美時之供應商確保工作時間符合當地國家法定假日規定。加班應為自願性質，不得成為常態，並依法給付報酬。員工應享有依法規定之休息時間與休假權利。

1.5 Freedom of Association and Collective Bargaining 結社自由與集體談判

Lotus' suppliers shall respect employees' rights to choose, form, join, or refrain from joining trade unions or other worker organizations, and to participate in related lawful activities, in accordance with applicable laws.
美時之供應商應尊重員工選擇、組成、加入或不加入工會或其他形式的員工組織以及參與相關活動的權利。

1.6 Harassment, Abuse, and Punishment 騷擾、虐待與懲罰

Lotus' suppliers shall ensure that the workplace is free from sexual harassment, psychological or physical abuse, verbal harassment, intimidation, or any other form of inhumane treatment, and shall respect the dignity of every employee.
美時之供應商應確保工作場所不存在性騷擾、精神騷擾、身體騷擾、言語騷擾、虐待或恐嚇，並尊重每位員工的尊嚴。

1.7 Respect and Non-Discrimination 尊重與不歧視

Lotus' suppliers shall ensure that employees are not discriminated against in recruitment based on gender, sexual orientation, race, religion, age, disability, marital status, pregnancy, nationality, political opinion, social origin, or any other protected characteristic.
Suppliers shall ensure fair and equal treatment in recruitment, employment, compensation, promotion, training, discipline, and termination.
美時之供應商應確保員工在招聘時不因性別、性取向、種族、宗教、年齡、殘疾、婚姻狀況、懷孕、國籍、政治觀點、社會背景或任何其他方面受到歧視。
應確保在招聘、僱用、薪酬、晉升、培訓、紀律及終止聘僱等過程中公平對待所有員工。

1.8 Protection of Female Employees 女性員工保護

Lotus' suppliers shall provide appropriate facilities and maternity leave for female employees during pregnancy, childbirth, and breastfeeding.
Suppliers shall comply with applicable local laws regarding work restrictions and time limitations for pregnant employees and take reasonable measures to prevent pregnant employees from engaging in hazardous work.
美時之供應商應為女性員工懷孕、分娩、哺乳期間提供適當、合理的設施及產假。也應遵守當地國家法律有關懷孕員工工作和時間限制的規定，並採取合理措施保護懷孕員工不從事危險工作。

1.9 Responsible Minerals 責任礦產

Lotus' suppliers shall support responsible sourcing principles and exercise due diligence to identify, reduce, and, where feasible, avoid the use of conflict minerals sourced from areas affected by armed conflict or human rights abuses, including but not limited to tin, tantalum, tungsten, and gold.
美時之供應商應支持負責任採購原則，應確認、減少並在可能的情況下避免使用於武裝衝突和侵犯人權地區所開採和交易的衝突礦產（包括但不限錫、鉭、鎢和黃金）。

1.10 Local Communities 當地社區

Lotus' suppliers shall respect the rights of local communities surrounding their operational sites, including the right to a clean and healthy environment.
美時之供應商應尊重其營運場址周邊當地社區的權益，包括享有乾淨和健康環境的權益。

2. Health and Safety 健康與安全

Lotus' suppliers shall provide a safe and healthy working environment for their employees, contractors, and other individuals present at their facilities, and establish appropriate occupational health and safety management systems to identify, assess, and mitigate risks arising from their operations.

美時之供應商應為其員工、承攬人員及其他於其營運場所之人員提供安全與健康之工作環境，並建立適當之職業健康與安全管理制度，以識別、評估及降低其營運所產生之健康與安全風險。

2.1 Occupational Safety Management 職業安全管理

Lotus' suppliers shall establish and maintain formal occupational safety management systems to systematically identify, assess, and control workplace safety risks affecting employees, contractors, and other individuals present at the workplace.

Suppliers shall prevent harm through appropriate facility design, engineering and administrative controls, protective maintenance, standard operating procedures, and ongoing safety training.

美時之供應商應建立並維持正式之職業安全管理制度，以系統性識別、評估及控制影響員工、承攬人員及其他於工作場所人員之安全風險。

應透過適當之設計、工程與行政控制、保護性維護、安全操作程序及持續安全訓練，以預防事故發生並降低傷害風險。

2.2 Process Safety Management 製程安全管理

Lotus' suppliers shall implement management processes to identify, monitor, and control risks associated with chemical and biological processes, and prevent catastrophic releases that may affect employees, contractors, the surrounding community, or the environment.

美時之供應商應建立製程安全管理流程，以識別、監控及控制化學與生物製程之風險，並防止可能影響員工、承攬人員、周邊社區或環境之重大事故或災難性釋放。

2.3 Work-Related Injuries and Occupational Diseases 工傷與職業病

Lotus' suppliers shall establish procedures and management systems to prevent, manage, track, and report work-related injuries and occupational diseases affecting employees and other workers.

This includes encouraging reporting, recording and classifying cases, providing necessary medical care, investigating root causes, implementing corrective actions, and supporting safe return to work.

美時之供應商應建立預防、管理、追蹤及通報工傷與職業病之制度，包括鼓勵通報、記錄與分類傷病案例、提供必要醫療處置、調查事故原因、採取改善措施並協助安全復工。

2.4 Emergency Response Measures 緊急應變措施

Lotus' suppliers shall identify and assess potential emergency situations and, as needed, minimize adverse impacts on employees, contractors, the surrounding community, the environment, and property through the implementation of emergency preparedness and response plans, including notification and alarm systems, employee training, evacuation drills, and appropriate fire detection and firefighting equipment.

美時之供應商應識別並評估潛在緊急情境，並透過制定及實施緊急應變計畫與程序，降低對員工、承攬人員、周邊社區、環境及財產之不利影響，包括通知與警報系統、員工訓練、疏散演練及適當之消防設備。

2.5 Medical Services and First Aid 醫療服務和急救

Lotus' suppliers shall establish and implement emergency procedures, including but not limited to training first aid personnel, equipping appropriate first aid kits, and maintaining medical and first aid records.

美時之供應商應建立並實施緊急程序，包括但不限於培訓急救人員、配備適當的急救箱以及保存醫療和急救記錄。

2.6 Industrial Hygiene 工業衛生

Lotus' suppliers shall identify, assess, and control the effects of chemical, biological, and physical agents on employees through engineering and administrative controls to prevent employee exposure to these agents. If these measures are ineffective in preventing harm, appropriate personal protective equipment shall be used to protect employees and other workers' health.

美時之供應商應透過工程和管理控制來識別、評估和控制化學、生物和物理製劑對員工的影響，以防止員工接觸這些製劑。如果這些措施無法有效防止傷害，則應使用適當的個人防護裝備來保護員工及其他工作者健康。

2.7 Physically Demanding Work 高體力工作

Lotus' suppliers shall identify, assess, and control the impact of physically demanding work on employees and other workers, provide opportunities for rest and job rotation, and incorporate ergonomic principles into equipment and process design, including but not limited to manual material handling or repetitive lifting, prolonged standing, and highly

repetitive or high-intensity assembly work.
美時之供應商應識別、評估和控制高體力工作對員工及其他工作者的影響，提供休息和輪調的機會，並將人體工學納入設備和流程設計中，包括但不限於手動物料搬運或重複性舉升、長時間站立、高重複性或高強度的組裝工作。

2.8 Machine Safeguarding 機器防護

Lotus' suppliers shall provide and maintain physical guards, interlocking devices, and barriers to prevent harm to employees and other workers from machine-related hazards.
美時之供應商應提供並維護實體防護裝置、連鎖裝置和屏障，以防止員工及其他工作者受到機器相關危險的傷害。

2.9 Public Health and Accommodation 公共衛生與住宿

Lotus' suppliers shall provide clean sanitary facilities, safe drinking water, and hygienic food preparation and storage facilities for employees and other workers.
Where accommodation is provided, they shall be clean, safe, adequately ventilated, and equipped with sufficient emergency exits and basic living facilities.
美時之供應商應為員工及其他工作者提供清潔衛生設施、安全飲用水及衛生餐飲設施。如提供住宿，應確保其安全、清潔、通風良好並具備足夠緊急出口與基本生活設施。

2.10 Health and Safety Information 健康安全資訊

Lotus' suppliers shall provide occupational health and safety training in the native language of employees and post health and safety-related information prominently in the workplace. For workplaces involving chemical use, safety data sheets (SDS) written in the employees' native language shall be posted conspicuously.
美時之供應商應以員工母語提供職業健康安全培訓，並在工作場所顯著位置張貼健康安全相關資訊。對於涉及化學品使用的工作場所，應在顯著位置張貼以員工母語編寫的安全資料表。

3. Environment 環境

Lotus' suppliers shall establish and maintain appropriate environmental management systems to systematically identify, assess, and mitigate adverse environmental impacts arising from their operations on communities, the environment, and natural resources, while complying with all applicable environmental laws and protecting public health and safety. Suppliers shall promote pollution prevention, improve resource efficiency, and continuously enhance environmental performance.

美時之供應商應建立並維持適當之環境管理制度，以系統性識別、評估及降低其營運對社區、環境及自然資源所產生之不利影響，並遵守所有適用之環境法規，同時保護公眾健康與安全。供應商應推動污染預防、提升資源使用效率，並持續改善環境績效。

3.1 Environmental Permits and Reporting 環境許可證和申報

Lotus' suppliers shall obtain, maintain, and keep current all required environmental permits, approvals, and registrations, comply with their operational and reporting requirements, and ensure the accuracy, completeness, and timely updating of related environmental data.

美時之供應商應取得並維持所有依法要求之環境許可、核准及登記文件，遵守其營運與申報義務，並確保相關環境資料之準確性、完整性及即時更新。

3.2 Pollution Prevention and Resource Conservation 污染預防和資源節約

Lotus' suppliers shall, among other measures, reduce resource consumption and waste generation by improving production, maintenance, and facility processes, substituting materials, conserving natural resources, recycling materials, and reusing materials.

除其他措施外，美時之供應商應透過改善生產、維護和設施流程、替代材料、節約自然資源、回收材料和再利用材料，減少和消除各類資源消耗和廢棄物的產生。

3.3 Hazardous Substances有害物質

Lotus' suppliers shall identify and manage the release of chemicals and other substances into the surrounding environment that could cause harm and ensure that these substances are handled, transported, stored, used, recycled, and disposed of safely through engineering and administrative controls.

美時之供應商應識別和管理周圍環境釋放可能造成危害的化學品和其他物質，並確保透過工程和管理控制安全地處理、運輸、儲存、使用、回收和處置這些物質。

3.4 Wastewater, Non-Hazardous Solid Waste, and Noise 廢水、無害固體廢棄物和噪音

Lotus' suppliers shall establish systematic management measures to identify, manage, and reduce wastewater, non-hazardous solid waste, and noise. Suppliers shall responsibly dispose of or recycle wastewater and non-hazardous solid waste generated by operations, manufacturing processes, and sanitation facilities.
美時之供應商應建立系統性管理措施來識別、管理和減少廢水、無害固體廢棄物和噪音。應負責任地處置或回收營運、製造過程和衛生設施產生的廢水和無害固體廢棄物。

3.5 Air Emissions 廢氣排放

Lotus' suppliers shall identify, monitor, control, and treat air emissions generated during operations, including volatile organic compounds (VOCs), aerosols, corrosive substances, particulates, ozone-depleting substances, and combustion by-products. Suppliers shall routinely monitor the performance of emission control systems to ensure compliance with applicable standards.
美時之供應商應對營運過程中產生的揮發性有機化學品、氣溶膠、腐蝕性物質、粒狀物、消耗臭氧層物質、燃燒副產物等進行分類、定期監測、控制和處理，包括但不包括但不限於對排放控制系統的性能進行例行監測。

3.6 Product and Service Restrictions 產品和服務限制

Lotus' suppliers shall comply with applicable legal requirements and relevant customer requirements, prohibiting or restricting the inclusion of prohibited substances in products and manufacturing processes.
美時之供應商應遵守所有法律要求和美時製藥的要求，禁止或限制在產品和製造過程中包含禁用物質。

3.7 Energy, Resource Consumption, and Greenhouse Gas Emissions 能源、資源消耗和溫室氣體排放

Lotus' suppliers shall track and record energy and resource consumption and greenhouse gas emissions at the workplace and/or corporate level and seek cost-effective methods to improve energy and resource utilization efficiency and minimize energy and resource consumption and greenhouse gas emissions.
美時之供應商應追蹤和記錄工作場所/或公司層面的能源和資源消耗以及溫室氣體排放，並尋求具有成本效益的方法來提高能源和資源利用效率並最大限度地減少能源和資源消費和溫室氣體排放。

3.8 Biodiversity conservation 生物多樣性保育

Lotus' suppliers shall assess their operational impacts on biodiversity and natural habitats and, where feasible, take measures to avoid, minimize, and mitigate adverse

impacts.
美時之供應商應評估其營運對生物多樣性及自然棲地之影響，並於可行範圍內採取避免、減少及緩解措施，以降低不利影響。

3.9 Spills and releases prevention 洩漏和洩漏預防

Lotus' suppliers shall have effective systems in place to prevent and mitigate accidental spills and releases to the environment and adverse impacts on the local community.
美時之供應商應建立有效的系統，以防止和減輕意外洩漏和洩漏到環境，造成當地社區的不利影響。

4. Ethical Standards道德標準

Lotus' suppliers shall uphold the highest standards of ethical conduct and integrity in all business activities and establish appropriate management systems to ensure compliance with applicable laws and internationally recognized standards.
美時之供應商應於所有業務活動中遵循最高道德標準並秉持誠信原則，並建立適當之管理制度，以確保遵循相關法律及國際公認準則。

4.1 Ethical Business Conduct 道德商業行為

Lotus' suppliers shall conduct their business with integrity and in accordance with applicable laws and ethical standards, and shall not engage in any form of bribery, corruption, extortion, embezzlement, fraud, abuse of power, or improper advantage. This prohibition includes, but is not limited to, offering or accepting money, gifts, hospitality, commissions, rebates, political contributions, facilitation payments, or any other improper benefit, whether directly or indirectly through third parties, and shall comply with all applicable anti-corruption, anti-bribery, and anti-money laundering laws and regulations.
美時之供應商應秉持誠信原則經營業務，遵守相關法律及道德標準，不得從事任何形式之賄賂、腐敗、勒索、侵占、詐欺、濫用職權或不正當利益行為。上述禁止事項包括但不限於提供或收受金錢、禮品、招待、佣金、回扣、政治獻金、疏通費或其他不當利益，不論係直接或透過第三方間接為之，並應遵守所有適用之反貪腐、反賄賂及反洗錢法規。

4.2 Transparency and Cooperation in Information Disclosure 資訊揭露透明與合作

Lotus' suppliers shall comply with applicable laws and industry practices when disclosing information related to labor practices, health and safety, environmental performance, business activities, organizational structure, and other relevant matters, and shall ensure that such information is accurate. If necessary, Lotus' suppliers shall cooperate with reasonable assessments or audits conducted by Lotus or its designated third parties.
美時之供應商應依適用法律及產業慣例揭露與勞工、健康與安全、環境、業務活動、組織架構及其他相關事項之資訊，並確保所揭露內容之正確性。如有特殊必要情形，供應商應配合美時或其指定之第三方於合理範圍內進行評估或稽核。

4.3 Patient Safety and Access to Information 病患安全與資訊取得

Lotus' suppliers shall ensure that adequate management systems are in place to minimize the risk of adversely impacting the rights of patients, subjects, and donors, including their rights to health and to access information directly.

美時之供應商應確保建立適當的管理系統，以最大程度地減少對病患、受試者和捐贈者權利的不利影響，包括其健康權利和直接獲取資訊的權利。

4.4 Product Protection and Quality 產品保護與品質

Lotus' suppliers shall implement management and security systems to safeguard products, components, and materials from adulteration, falsification, theft, or illegal diversion.
Suppliers shall maintain appropriate traceability systems and promptly notify Lotus if counterfeit, diverted, or stolen products are identified within their supply chain.
美時之供應商應建立管理與安全制度，以防止產品、零組件及原料遭混充、偽造、失竊或非法轉售。
供應商應維持適當之可追溯機制，若於供應鏈中發現假冒、非法流向或失竊產品，應即時通知美時。

4.5 Animal Welfare 動物福利

Lotus' suppliers shall treat animals humanely and minimize pain and distress. Animal testing shall be conducted only after consideration of alternatives to replace animal use, reduce the number of animals used, or refine procedures to minimize suffering.
Alternatives shall be used wherever scientifically valid and accepted by regulatory authorities.
美時之供應商應人道對待動物，盡量減少其痛苦和壓力。動物測試應在考慮更換動物、減少使用的動物數量或改進程序以盡量減少痛苦後進行。只要替代方案在科學上有效且監管機構可以接受，就應使用替代方案。

4.6 Intellectual Property and Information Confidentiality 智慧財產權與資訊保密

Lotus' suppliers shall respect intellectual property rights and protect confidential and proprietary information.
Information related to technology, products, quality, services, or business operations shall be handled with appropriate safeguards and not disclosed without authorization.
美時之供應商應尊重智慧財產權，並保護機密及專有資訊。與技術、產品、品質、服務或營運相關之資訊應妥善保管，未經授權不得揭露。

4.7 Confidential Complaint Channels and Non-Retaliation 保密投訴管道與反報復

Lotus' suppliers shall establish grievance mechanisms that allow employees and other relevant stakeholders, including contractors, supply chain partners, and affected communities where appropriate, to report concerns or violations confidentially and, where permitted by law, anonymously.

美時之供應商應建立申訴機制，使員工及其他相關利害關係人（包括承攬人員、供應鏈夥伴及於適當情況下之受影響社區）得以保密方式，並於法律允許範圍內以匿名方式提出疑慮或舉報違規行為。

4.8 Data Privacy and Security 資料隱私與資訊安全

Lotus' suppliers shall safeguard personal data and comply with applicable privacy and data protection laws when collecting, storing, processing, transmitting, or sharing personal information.
Personal data shall be collected and used only for legitimate business purposes and protected against unauthorized access, disclosure, or misuse.
Suppliers shall promptly notify Lotus in the event of significant data breaches affecting Lotus-related information.
美時之供應商應依法保護個人資料，於蒐集、儲存、處理、傳輸或分享個人資訊時遵守相關隱私及資料保護法規。個人資料僅得基於合法業務目的使用，並應防止未經授權存取、揭露或濫用。如發生涉及美時相關資訊之重大資料外洩事件，應即時通知美時。

4.9 Unauthorized Subcontracting 未經授權分包

Lotus' suppliers shall personally carry out matters including contracts or purchase orders unless consent is given or unless allowed to do so pursuant to executed contract between Lotus and suppliers.
美時之供應商應親自執行合約或採購訂單等事項。未經同意，供應商不得將此類事務分包或委託第三方執行。

4.10 Compliance with Import, Export, and Trade Regulations 遵守進出口及貿易法規

Lotus' suppliers shall understand and comply with relevant laws and regulations related to importing, exporting, and transporting goods to and from Lotus or on behalf of Lotus. This includes export controls and customs regulations of the originating country, import and customs regulations of the destination country, tariffs and other taxes required by payment laws, and local transportation regulations. The suppliers shall provide operational procedures and training to its employees and subcontractors to ensure compliance with these regulations.
美時之供應商應了解並遵守與美時製藥或代表美時製藥進出口和運輸貨物相關的相關法律法規。包括原產國的出口管制和海關法規、目的地國家的進口和海關法規、支付法要求的關稅和其他稅費以及當地運輸法規。供應商應向其員工和分包商提供操作程序以及教育和培訓，以確保遵守這些規定。

4.11 Fair Competition 公平競爭

Lotus' suppliers shall conduct their business in accordance with fair competition principles and comply with all applicable anti-trust and competition laws. Suppliers shall not engage in price-fixing, bid-rigging, market allocation, or any other anti-competitive conduct, and shall employ fair business practices, including accurate and truthful advertising.

美時之供應商應依公平競爭原則經營業務，並遵守所有適用之反托拉斯及競爭法規。不得從事價格操縱、圍標、市場分割或其他反競爭行為，並應採行公平之商業慣例，包括準確及真實之廣告與資訊揭露。

4.12 Avoidance of Conflicts of Interest 避免利益衝突

Lotus' suppliers shall avoid any actual or potential conflicts of interest in their business dealings with Lotus. If a conflict of interest is identified, Lotus' suppliers shall promptly notify Lotus and take appropriate measures to prevent improper conduct arising from such conflict.

美時之供應商於與美時之業務往來中，應避免任何實際或潛在之利益衝突。如發現可能之利益衝突情形，應即時通知美時，並採取適當措施以防止因此產生之不當行為。

4.13 Sanctions Compliance 制裁法規遵循

Lotus' suppliers must comply with all applicable economic sanctions, export control laws, embargoes, and restrictive measures imposed by relevant governmental or regulatory authorities ("Sanctions Laws").

Lotus' suppliers must ensure that neither they nor, to the best of their knowledge, any personnel, affiliates, subcontractors, or beneficial owners involved in providing goods or services to Lotus are subject to applicable sanctions restrictions.

Lotus' suppliers must not engage in any activity that could cause Lotus to violate Sanctions Laws and must maintain appropriate controls to support compliance.

Lotus' suppliers must promptly notify Lotus of any actual or suspected sanctions-related violation, investigation, or change in circumstances that may affect compliance with Sanctions Laws.

Lotus reserves the right to suspend or terminate its relationship with any supplier whose conduct may expose Lotus to sanctions-related legal, regulatory, financial, or reputational risk.

美時之供應商應遵守所有適用之經濟制裁、出口管制、禁運及其他限制措施相關法令（以下統稱「制裁法規」）。

美時之供應商應確保其本人及據其所知，參與向美時提供產品或服務之員工、關係企業、分包商及最終受益所有人，均未受到適用制裁法規之限制。

美時之供應商不得從事任何可能導致美時違反制裁法規之活動，並應建立適當之管控措施以確保持續遵循制裁法規。
美時之供應商如知悉任何實際或疑似違反制裁法規之情事、相關調查或可能影響其遵循制裁法規之情況，應立即通知美時。
如美時之供應商之行為可能使美時承擔制裁相關之法律、監管、財務或聲譽風險，美時得暫停或終止與該供應商之合作關係。

5. Management Systems 管理系統

Lotus' suppliers shall establish and maintain appropriate management systems to ensure effective implementation of this Code, including requirements related to environmental protection, climate change, occupational health and safety, labor and human rights, ethical conduct, information security, and data privacy.
Suppliers shall assign clear senior-level accountability and allocate adequate resources to support effective implementation.
Suppliers are encouraged to align their management systems with internationally recognized standards, such as ISO 14001, ISO 45001, ISO 9001, ISO 27001, or equivalent frameworks appropriate to the nature and scale of their operations.
美時之供應商應建立並維持適當之管理制度，以確保本準則所涵蓋之環境保護、氣候變遷、職業安全衛生、勞動人權、商業道德、資訊安全及隱私權保護等要求得以有效執行。
供應商應於高階管理層級明確負責，並投入充分資源，以支持本準則之落實。
美時鼓勵供應商參照國際公認管理標準建立相關制度，例如 ISO 14001、ISO 45001、ISO 9001、ISO 27001 等，或依其營運性質與規模導入同等管理架構。

5.1 Risk Assessment and Due Diligence 風險評估與盡職調查

Lotus' suppliers shall establish and maintain appropriate risk management mechanisms to identify, assess, and manage risks arising from their operations and supply chains, including those related to environmental impact, climate change, occupational health and safety, labor and human rights, ethical conduct, information security, and data privacy.
Suppliers shall implement preventive and corrective measures commensurate with the level of risk, maintain appropriate management of change processes for significant operational or organizational changes, and ensure adequate supply chain due diligence and traceability to support responsible sourcing and legal compliance.
Suppliers shall promptly notify Lotus upon becoming aware of any material eventor material violation that may significantly affect product quality or safety, continuity of

supply, compliance with applicable laws or regulations, or compliance with this Code.
美時之供應商應建立美時之供應商應建立並維持適當之風險管理機制，識別、評估並管理其營運及供應鏈活動所涉及之環境影響、氣候變遷、職業安全衛生、勞動人權、商業道德、資訊安全及隱私權等相關風險。
供應商應依風險程度採取適當之預防與改善措施，對重大營運或組織變動建立變更管理機制，並確保具備適當之供應鏈盡職調查及可追溯制度，以支持負責任採購及法規遵循。
供應商於知悉任何重大事件或重大違規情事，而該事件可能對產品品質或安全、供貨持續性、法令遵循，或本守則之遵循造成重大影響時，應儘速通知美時。

5.2 Training and Communication 訓練與溝通

Lotus' suppliers shall provide appropriate training and communication to relevant employees and management personnel to ensure awareness of this Code and applicable legal obligations.
Suppliers shall communicate the principles of this Code to their subcontractors and supply chain partners and encourage their adherence.
美時之供應商應向相關員工及管理人員提供適當之教育訓練與溝通，使其了解本準則之要求及相關法規義務。供應商應確保其分包商及供應鏈夥伴知悉並遵循本準則之原則。

5.3 Monitoring Mechanisms 監督機制

Lotus' suppliers are encouraged establish internal monitoring and review mechanisms to periodically assess compliance with this Code.
Where adverse impacts are identified, suppliers shall take appropriate corrective actions and provide remediation where necessary.
美時鼓勵供應商應建立內部監督與檢視機制，以定期評估其遵循情形。

如發現已造成不利影響，供應商除採取改善措施外，並應於必要時提供適當之補救。

5.4 Cooperation and Compliance 合作與遵循機制

Lotus' suppliers shall cooperate, where necessary, with assessments, audits, or due diligence activities conducted by Lotus or designated third parties.
Suppliers shall provide timely notification of any anticipated events that may affect the continuity of products or services and take appropriate mitigation measures to minimize potential impacts.
Where non-compliance with this Code is identified, suppliers shall cooperate with Lotus to implement appropriate corrective actions within a reasonable timeframe. In cases of

material or continued non-compliance, Lotus may take appropriate actions in accordance with applicable contractual arrangements.

如有特殊必要情形，供應商應配合美時或其指定第三方所進行之評估、稽核或相關盡職調查。供應商如預期發生可能影響產品或服務供應穩定之情形，應及時通知美時並採取適當因應措施，以降低潛在影響。

如發現未符合本準則之情形，供應商應與美時合作，於合理期間內採取適當改善措施。對於重大或持續未改善之情形，美時得依相關合約約定採取適當措施。