

# 商业行为准则

## CODE OF BUSINESS CONDUCT AND ETHICS

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# 1 总则 GENERAL PROVISIONS

## 1.1 公司简介 Company Introduction

药明生物（股票代码：2269.HK）作为一家香港上市公司，是全球领先的开放式、一体化生物制药能力和技术赋能平台。公司为全球生物制药公司和生物技术公司提供全方位的端到端研发服务，帮助任何人、任何公司发现、开发及生产生物药，实现从概念到商业化生产的全过程，加速全球生物药研发进程，降低研发成本，造福病患。

WuXi Biologics (stock code: 2269.HK), a Hong Kong-listed company, is a leading global open-access biologics technology platform offering end-to-end solutions to empower organizations to discover, develop, and manufacture biologics from concept to commercial manufacturing. The company's history and achievements demonstrate its commitment to providing a truly ONE-stop service offering and strong value proposition to its global clients.

## 1.2 公司 PROUD 文化 Our PROUD Culture

我们的愿景是成为全球生物制药行业最高、最宽和最深的能力和平台，让天下没有难做的药，难治的病。

We believe every drug can be made and every disease can be treated by building an open-access platform with the most comprehensive capabilities and technologies in the global biologics industry.

一路走来，我们已形成了自己独特的文化。

Having coming a long way, we've developed our unique culture.



## 1.3 公司合规组织架构 Compliance Structure

在公司董事会审计委员会的监督下，公司已形成由首席执行官牵头，由法务、内审、风控、人力资源部及业务部门支持的多部门联动的合规管理机制，由上而下负责公司合规体系的完善。

Supervised by the BOD Audit Committee, a joint compliance mechanism lead by CEO, supported by Legal, Internal Audit, Risk Management, HR and business units has been established to work on and improve the Company's compliance program.

#### 1.4 目的 Purpose

为规范公司的商业行为要求，确定公司政策、诚信标准和指导原则特制定本准则(“准则”)。本准则旨在促进公司所有业务的开展符合高诚信标准和所有适用法律法规，并阻止不当行为。

The Code of Business Conduct and Ethics (hereinafter referred to as the “Code”) is designed to standardize the requirements of the Company's business conduct and to define the Company's policies, integrity standards and guidelines and promote compliance with high standards of integrity and all applicable laws and regulations in all the conduct of the Company's business, and to prevent misconduct.

#### 1.5 适用范围 Applicable Scope

本准则适用于 WuXi Biologics (Cayman) Inc. (“公司”)及其全球范围内控股的子公司及关联公司。公司的全体董事、管理层和普通员工，包括全职、兼职、顾问、受公司委托授权行事的人员以及临时人员(以下统称“员工”)都需要遵守本准则。本准则的某些条款特别适用于本公司的首席执行官、首席财务官、其他执行官、高级副总裁、副总裁以及为本公司履行类似职能的任何其他人士。

This Code shall be applicable to WuXi Biologics (Cayman) Inc. (the “Company”) and its worldwide holding subsidiaries and affiliated companies. All directors, officers and employees of the Company, whether they work for the Company on a full-time, part-time, consultative, delegated or temporary basis (each, an “employee” and collectively, the “employees”) are required to comply with the Code. Certain provisions of the Code apply specifically to our Chief Executive Officer, Chief Financial Officer, other Chief Officers, Senior Vice Presidents, Vice Presidents and any other persons who perform similar functions for the Company (each, a “senior officer,” and collectively, the “senior officers”).

#### 1.6 审计

内审部门会定期对公司，包括其全球范围内控股的子公司及关联公司，执行本准则的情况进行审计。对高风险的公司的审计至少三年一次，低风险公司至少五年一次。

Internal Audit regularly audits the Company and its worldwide holding subsidiaries and affiliated companies on their compliance with the Code. The audit must be done at least once

in three-year time period for high-risk companies and once in five-year time period for low risk companies.

## 1.7 限制 Limitations

本准则涵盖了公司的一些最重要的政策，但并非全部涵盖。

当您发现某项商业行为难以抉择时，请根据以下标准，确定某一具体的行为是否恰当：

When you faced with a difficult decision about business conduct, please make an assessment according to the following question before taking action:

- 行为是否违反药明生物的公司政策和适用的法律？

Is the conduct a violation of the Company policy or the applicable law?

- 行为是否违反药明生物的核心价值观？

Is the conduct a violation of the Core Value of the Company?

- 应用常识和良好的商业判断，该行为是否恰当？

Is the conduct appropriate according to your common sense and good business sense?

- 该行为是否会损害您或药明生物公司的声誉？

Could the conduct harm your reputation or the reputation of the Company?

- 如在回答完上述问题后，您仍对待定的行动存有疑问或担忧，请向您的主管或法务合规部门寻求帮助。

If you still have questions or concerns about the appropriateness of a particular conduct after answering the questions above, please consult your supervisor or legal compliance functions.

## 2 职责 RESPONSIBILITY

### 2.1 员工 Staff

维护公司的企业文化并提升公司声誉，离不开公司每位员工的支持和对准则的贯彻执行。如果您认为存在违反准则的情况，或认为某项活动或行为可能会导致违规情况，您有责任对违规事项进行制止或举报。在收到您的举报后，公司将根据《药明生物举报与调查制度》(<https://www.wuxibiologics.com.cn/wp-content/uploads/药明生物举报与调查制度.pdf>)对举报事项进行调查。公司对打击报复零容忍。对根据本制度做出举报或协助调查的人员进行伤害或报复的员工将受到纪律处分。

To maintain and enhance our culture and reputation, we rely on our employees to help enforce the Code. If you think there is a violation of the Code, or if you think an activity or behavior could lead to a violation, it is your responsibility to speak up or stop. After receiving your report, the Company will investigate the reports in accordance with the "Whistleblowing & Investigation Policy of WuXi Biologics" (<https://www.wuxibiologics.com/wp-content/uploads/WHISTLEBLOWING-AND-INVESTIGATION.pdf>). We will not tolerate

retaliation against anyone who raises a concern or provides information in connection with an investigation. Employees who victimize or retaliate against those who have raised concerns under this policy will be subject to disciplinary action.

## 2.2 管理人员 Management

作为公司管理人员应在遵循准则方面起到关键性作用，我们要求公司每位管理人员：

As a manager, you have a special and important responsibility to set an example and act in a manner consistent with our Code. Here are important guidelines you should follow:

- 做出表率，在履行职责时坚持符合道德规范的行为；  
Act as a role model, demonstrating ethical behavior in the performance of your duties.
- 制定客观的业务决策；  
Make objective business-related decisions.
- 帮助员工理解准则和公司政策，并督促员工在日常工作中遵守本准则；  
Help employees understand the Code and Company policies, and direct them to resources to help them live the Code in their daily work.
- 确保所有员工了解在代表公司开展业务活动时需要遵守的相关法律、法规和公司政策并接受适当培训；  
Ensure all employees are aware of, and properly trained on, the relevant laws, regulations and Company policies that govern the business activities in which they engage on the Company's behalf.
- 营造一个提倡并支持合乎道德的行为、员工可以大胆直言而不惧报复的环境；  
Create an environment that fosters and enables ethical behavior, where employees are comfortable speaking up without fear of retaliation.
- 严肃对待员工提出的任何有关违反准则的疑虑，并确定是否需要上报问题。如有需要，尽快上报问题；  
Take seriously any concern raised by an employee that compromises the Code, and determine if the issue should be escalated. If so, escalate the matter as soon as possible.
- 如有人违反准则，则采取纠正或预防行动；  
Take corrective or preventive action when anyone violates the Code.
- 全力支持各项调查。  
Fully support investigations.

## 3 行为准则 CODE OF BUSINESS CONDUCT AND ETHICS

### 遵守法律、法规 Compliance with Laws and Regulation

#### 3.1 遵守法律、法规和规章 Compliance with Laws, Rules and Regulations

公司要求所有员工(包括全职、兼职、顾问、受公司委托授权行事的人员以及临时人员)、

管理人员和董事遵守所有适用于公司的法律、法规和规章，无论公司在何处开展业务。您需要运用良好的判断力和常识来遵守所有适用的法律、法规和规章，并在不确定的情况下寻求建议。

The Company requires that all employees (no matter whether they work for the Company on a full-time, part-time, consultative, delegated or temporary basis), officers and directors comply with all laws, rules and regulations applicable to the Company wherever it does business. You are expected to use good judgment and common sense in seeking to comply with all applicable laws, rules and regulations and to ask for advice when you are uncertain about them.

### 3.2 反垄断、公平交易原则 Antitrust and Competition Principle

我们严格遵循相应的法律、法规和公司政策。在开展业务过程中，公司希望员工在与客户、供应商、竞争对手、政府官员和其他第三方打交道时，不要提供误导或具有欺骗性的信息，亦不要通过操纵、隐瞒或滥用特权信息等不公平的方式获取优势；如果发现对方存在误解，我们希望我们的员工能够及时纠正对方的误解。如果您对某个特定行动是否合适有任何疑问，可以咨询您的主管或法务合规部门。

We strictly follow corresponding laws, regulations and the Company policies. In the process of conducting business, the Company expects that employees will not provide misleading or deceptive information when dealing with customers, suppliers, competitors, government officials and other third parties, and will not gain advantages by manipulating, concealing or abusing privileged information and other unfair means. If there is any misunderstanding, we expect our staff can correct the misunderstanding in a timely manner. If an employee has any questions about the appropriateness of a particular action, please consult your supervisor or legal compliance departments.

### 3.3 全球贸易合规 Global Trade Compliance

作为全球领先的开放式、一体化生物制药能力和技术赋能平台，我们严格遵守所有适用的国家、地区和国际贸易法律、规则、规定、贸易制裁和出口管制条令。如果您对有关于跨境交易的问题，可以咨询您的主管或法务部。

As a leading global open-access biologics technology platform, we strictly comply with all applicable country, regional and international trade laws, rules, regulations, trade sanctions and export control regulations. If you have questions about cross-border transactions, please consult your supervisor or Legal Department.

### 3.4 数据安全和隐私保护 Data Security & Privacy

公司严格遵守所有适用的国家、地区的法律、法规和规定，收集、使用、传输和处理员工、客户、业务合作伙伴以及其他人士的个人信息和非个人信息。公司成立专门的数据安全和隐私保护委员会，由首席执行官担任主席，法务部、数字化信息技术职能部、人



力资源部担任委员及专项行动小组成员，全面确保数据合规。员工必须确保公司收集和处理的任何个人信息和非个人信息得到妥善处理、保护和合法、恰当地使用。如果您有关于数据安全和隐私保护的任何问题，请咨询数据安全和隐私保护委员会。

The Company strictly comply with all applicable laws, regulations and rules, in the processing personal data/information shared with us by employees, customers, business partners, and others and non-personal data/information. A Data Security & Privacy Committee has been established and CEO is the chairman of the Committee while Legal Head, IT Head, and HR Head as the Committee members, supported by delegated task force from Legal, IT and HR. Employees must ensure that any personal data/information or non personal data the Company collects and processes is treated with care, protected, and used lawfully and properly. If you have questions about data security or privacy, please consult any member of the Data Security & Privacy Committee.

## 反腐败、合理使用公司资产 **Anti-Corruption and Proper Use of Company Assets**

### 3.5 礼品，餐饮和娱乐 Gifts, Meals and Entertainment

所有员工(包括全职、兼职、顾问、受公司委托授权行事的人员以及临时人员)都必须遵守公司反腐败政策（<https://www.wuxibiologics.com.cn/wp-content/uploads/药明生物反腐败制度.pdf>）。商务交往中的礼品、餐饮和娱乐的具体规定，请参见上述链接中的《药明生物反腐败制度》。

All employees (no matter whether they work for the Company on a full-time, part-time, consultative, delegated or temporary basis) are required to comply with the anti-corruption policy (<https://www.wuxibiologics.com/wp-content/uploads/Anti-Corruption-Policy-of-WuXi-Biologics.pdf>). Please click the above link to find the Anti-Corruption Policy of WuXi Biologics for detailed requirement regarding gifts, meals and entertainment.

### 3.6 腐败、贿赂零容忍 Zero Tolerance for Corruption and Bribery

我们秉承诚实敬业、遵纪守法、公平竞争、诚信经营的原则开展业务，并承诺不以腐败手段取得或保有业务。

我们坚守对腐败和贿赂采取零容忍的立场，确保公司的各项商业活动遵守所有适用的国际公约及各国家和地区的法律、法规要求，包括但不限于中华人民共和国刑法及反不正当竞争法、美国海外反腐败法（FCPA）和英国反贿赂法案（UK Bribery Act 2010）等。我们通过合理的供应商管理、招投标管理、财务付款管理等内部控制体系设置，预防腐败行为的发生，惩治腐败行为。

任何代表公司行事的员工和第三方必须遵守所有适用的反腐败、贿赂的法律、法规。

We carry out our business on the principles of honesty, professionalism, compliance with the

law, fair competition and integrity, and we are committed not to obtain or maintain business by corrupt means.

We take a zero-tolerance stance on corruption and bribery and ensure that our business activities comply with all applicable international conventions, the laws and regulations of relevant countries and regions including but not limited to the People's Republic of China Criminal Law and Anti-Unfair Competition Law, the U.S. Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act 2010.

We prevent corruption through supplier management, bidding management, financial payment management and other internal control system.

All employees and any third party acting on the Company's behalf must comply with all applicable anti bribery laws and regulations.

### 3.7 保护公司资产 Protection of Company Assets

员工应合理使用并保护本公司资产，包括因工作需要配发给个人使用的交通工具、电子设备等，偷窃、粗心大意和浪费会对公司造成不必要的损失。严禁出于任何非法或不正当目的使用公司的资金或资产（无论是否用于个人得利）。

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

## 员工权力 Employee Rights

### 3.8 防止歧视和骚扰 Preventing Discrimination and Harassment

我们坚信尊重多样性和每个人的独特性是保持良好、高效的工作环境和为多元化客户群体服务的基础：

We believe that respect for diversity and individual uniqueness is fundamental to maintaining a good, efficient work environment and serving a diverse customer base:

- 公司确保每个员工在录用、工资待遇、培训机会、工作安排、升职、处分、解雇等人事活动方面都受到公平的对待，禁止因员工的种族、肤色、宗教信仰、性别、国籍、年龄、怀孕、身体残疾或疾病、婚姻或家庭状况、性取向、政治观点、社会地位等因素而区别对待；

The Company provides equal opportunities in employment, salary, training, promotion, work arrangements, disciplinary actions, termination of employment and other personnel actions without regard to race, color, religion, sex, pregnancy, age, national origin, physical or mental disability, genetic information, status as a parent, sexual orientation, political views, social status and etc.

- 公司严禁任何员工（包括董事、管理人员和员工，包括全职、兼职、顾问以及临时人员）在工作场所内进行任何形式的骚扰行为。公司同样保护员工免受第三方人员(如客户、供应商或访客等人员)的骚扰。工作场所包括：实际工作场所、任何与工作业务有关的环境(在正常工作时间内或之后)、公司主办的活动或公司拥有、控制的场所内。

The Code prohibits any type of harassing conduct by any employee of the Company, including directors, officers and employees of the Company, whether they work for the Company on a full-time, part-time, consultative or temporary basis. The Company also protects employees from prohibited harassment by third parties, such as customers, vendors, visitors and etc.. The workplace includes: actual worksites, any setting in which work-related business is being conducted (whether during or after normal business hours), company-sponsored events, or company owned/controlled property.

### 3.9 健康和 safety Health and Safety

公司致力于为员工提供健康、安全和环境友好的工作场所。每位员工都有责任遵守环境、健康和 safety 法律、法规以及公司 EHS 标准的要求，报告事故、伤害和不安全设备、操作或状况，为其他雇员维护安全和健康的工作场所。

不得使用暴力或以暴力相威胁。每位员工应在安全的、不受酒精、非法药物或其他受管制物质影响的状态下履行其对公司的职责。禁止在工作场所使用非法药物或其他受管制物质。

公司员工需熟悉公司紧急计划，履行相应职责，并协助执行必要的紧急措施；

员工如在工作过程中被要求做一些对本人或他人的健康可能造成损害的事情，或者违反环境法规、公司制度的事情，请立即向您的主管或 EHS 部门报告。

The Company strives to provide employees with a healthy, safe and environmental friendly work environment. Each employee has responsibility for maintaining a safe and healthy workplace for other employees by following environmental, safety and health laws and regulations and the requirements of the Company's EHS Standard, and reporting accidents, injuries and unsafe equipment, practices or conditions.

Violence or threats of violence are not permitted. Each employee is expected to perform his/her duty to the Company in a safe manner, free of any influence of alcohol, illegal drugs or other controlled substances. The use of illegal drugs or other controlled substances in the workplace is prohibited.

Employees shall be familiar with the company's emergency plan, perform corresponding duties and assist in the implementation of necessary emergency measures.

If an employee believes that any requirement may do harm to themselves, another's health, or

violate environmental regulations or company regulations, please report to your supervisor or the EHS Department immediately.

### 3.10 人权 Human Rights

我们公司支持并尊重人权，积极在全公司范围内贯彻落实相关政策。我们鼓励员工参与我们工作和生活的社区。我们还希望我们的供应商和业务合作伙伴共享这些价值观，以确保他们的业务尊重并支持人权。

我们公司致力于支持和维护以下国际条约中规定的原则和价值观：联合国《国际人权法案》（由《世界人权宣言》及其相关盟约组成）、国际劳工组织《关于工作中基本原则和权利宣言及其后续措施》。

作为雇主，我们：

- 致力于提供合理的薪水和良好的就业条件；
- 致力于为所有员工和承包商提供健康、安全和有保障的工作场所；
- 致力于在处理和保护员工的个人身份信息（PII）方面遵循高标准的诚信；
- 反对工作中的歧视，并致力于促进多样性；
- 致力于促进每个员工的个人发展和尊严；
- 尊重员工参加独立工会的权利、集体谈判的权利以及结社自由；
- 反对奴役用工、剥削性的童工和人口贩卖行为，并确保不会在知情的情况下与参与此类活动的组织进行业务往来。

The company supports and respects human rights, with related policies applied throughout its business enterprise. We encourage our employee's involvement in the communities where we work and live. We also expect our suppliers and business partners to share these values to ensure that their businesses respect and support human rights. The company is committed to upholding the principles and values laid out in the United Nations International Bill of Human Rights (consisting of the Universal Declaration of Human Rights and its related covenants), the International Labor Organization's Declaration on Fundamental Principles and Rights at Work and its Follow-up.

As an employer we are:

- committed to providing a fair salary and good conditions of employment;
- committed to providing a healthy, safe and secure work place for all employees and contractors;
- committed to exercising high standards of integrity in dealing with and protecting the Personally Identifiable Information (PII) of employees;
- opposed to discrimination at work and committed to promoting diversity;
- committed to promoting the personal development and dignity of every individual

employee;

- respectful of the right of employees to join an independent trade union, the right to collectively bargain, and of freedom of association;
- opposed to all forms of slavery, exploitative child labour, human trafficking, or bonded or forced labour of any kind and will not knowingly support or conduct business with any organization involved in such activities.

### 3.11 政治活动 Political Activities

在任何地方进行的涉及政府官员、政客或政党的政治活动（包括游说、赞助、捐赠、慈善捐款和会员资格），必须被所有公司内部相关规章制度、法律和法规所允许，并且符合规定，并且在该项活动实施之前取得政府事务部负责人和法务部负责人的书面同意。公司尊重员工以个人能力参加政治活动的权利，以支持政治团体、政府官员或候选人，但要遵守适用的法律禁止、限制和要求以及药明生物商业行为准则。公司不会以任何方式直接或间接向员工补偿个人捐款或与政治捐款有关的个人开支。希望参加政治活动的员工必须以自己的业余时间参加或正式申请休假。

员工应当以其个人名义参加政治活动或者宗教活动，不能以明示或者默示的任何方式表明其代表公司，不能提及公司的名称、商标、品牌、标志或者其工作职位，不能使用公司邮箱地址，不能穿着公司制服或者类似物品。

All political activities conducted anywhere (including lobbying, sponsorships, donations, charitable contributions, and memberships) involving government officials, politicians or political parties must be permitted and comply with all relevant internal Company policies, laws and regulations and be approved by Head of Government Affairs and Legal Department in writing before such activity is conducted.

The Company respects the right of employees to participate, in their personal capacity, in political activities in support of political groups, government officials or candidates subject to applicable legal prohibitions or limits and requirements and the Code. Employees will not be reimbursed directly or indirectly by any means for personal contributions or personal expenses related to political contributions. Employees who wish to participate in political activities must do so in their own spare time or officially apply for leave.

Employees who participate in political activities or religious activities shall perform in their own names, and shall not indicate by any means explicitly or implicitly to represent the Company, refer to Company names, trademarks, brands, logos, or their job position, use Company email address, or wear Company uniforms or the like.

### 3.12 社交媒体使用 Use of Social Media

社交媒体包含任何可让个人创建和分享内容、发表评论的数字沟通渠道。员工在使用社

交媒体和相关公司内容及资源时必须遵守公司政策。我们的政策适用于与工作职责相关的沟通以及可能会影响公司的个人沟通。在社交媒体上开展个人活动时，员工应尊重他人，并谨记个人行为会影响他人如何看待我们以及我们所代表的公司的立场。员工在创作、分享和发布内容时如有疑问，可以咨询您的主管或企业沟通部。

Social media includes any digital communication channels that allow individuals to create and share content and post comments. Employees must comply with all Company policies in their use of social media and related Company content and assets. Our policies apply to communications related to job responsibilities and to personal communications that may impact the Company. In personal activities on social media, employees should be respectful and recognize that their conduct may impact the way others view who we are and what we stand for as a Company. Employees who have questions about creating, sharing, and posting content, please consult your supervisor or Corporate Communications Department.

## **可持续发展 Sustainable Growth**

### **3.13 质量管理 Quality Management**

公司致力于建设世界一流的质量体系，按各个国家有关法律、法规，同时结合自身的特点制定了质量手册，并在此基础上形成一套详细的作业规范以指导员工作业。所有员工都必须遵守公司质量管理政策和要求。

WuXi Biologics is committed to building a world-class quality system. In accordance with the laws and regulations of relevant countries and regions we have formulated a quality manual with our own characteristics, and on this basis, formed a set of detailed operation specifications to guide our operation. All employees are required to comply with the Company quality management policies and requirements.

### **3.14 知识产权、商业秘密及机密信息保护 Protection of Intellectual Property and Confidential Business Information**

知识产权保护是公司与客户之间相互信任的基础。我们制定了最高级别的严格政策以保护知识产权，检举和打击知识产权违规行为。知识产权保护是我们共同的生命线，我们坚持以正直品格、世界级安全标准和零容忍的政策保护知识产权，坚决依法打击任何相关犯罪行为。员工在遇到窃取知识产权、商业秘密和机密商业信息的可疑行为时，请立即报告您的主管或法务合规部门。

Intellectual Property Protection is the foundation of trust between WuXi Biologics and our global customers. To that end, we have established the most stringent policies in China, U.S. and other related countries for the protection of intellectual property and for prosecution of IP violations. We guard IP with founding principles of integrity, world-class security, zero-tolerance policy enforcement, and relentless pursuit of justice against any criminal act.

Employees who encounter suspicious acts of theft of intellectual property, or confidential business information should immediately report them to their supervisor or legal compliance departments.

### 3.15 数据管理 Data Management

数据完整性是保证研究和生产记录的真实性和可靠性的基础。每位员工都有责任确保他们生成、收集、审查、分析、记录和报告的数据是可归属的、清晰的、同期的、原始的、完整的和准确的。

Data integrity is the foundation to ensure the authenticity and reliability of research and production records. Every employee has the responsibility to ensure that the data they generate, collect, review, analyze, document and report are attributable, legible, contemporaneous, original, complete and accurate.

### 3.16 遵守环境法律法规，实现可持续发展 Comply with Environmental Laws and Regulations to Achieve Sustainable Development

世界上最重要的资源是人类自身和人类赖以生存的自然环境。关爱生命、保护环境是公司的核心工作之一。我们努力与整个社区和供应链合作，尽量减少对气候和环境的影响，实现可持续发展。公司严格遵守所在国家和地区的法律、法规，尊重当地的风俗习惯。

The most important resource in the world is humanity itself and the natural environment. Caring for life and protecting the environment is one of the core tasks of the Company. We endeavor to work with the whole community and supply chain to minimize impacts on climate and environment and maintain a sustainable growth. We strictly follow the laws and regulations of the countries and regions where the Company does business and respect the local customs and habits.

### 3.17 动物保护及使用 Animal Care and Use

动物应受到人道的对待，尽量减少其痛苦和压力。我们通过制定合理的制度，建立符合减少、替代、优化的“3R”原则的科学审查标准，以及组织充分的培训等方式，确保按照伦理要求和科学标准对待实验动物，从而建立重视和鼓励人性化饲养管理和尊重动物的实验环境。

Animals shall be treated humanely with pain and stress minimized. By means of reasonable systems, scientific review standards in line with 3R principle of reduction, replacement and refinement, and sufficient trainings and etc., we treat laboratory animals in accordance with the ethical requirements and scientific standards in order to establish an experimental environment that attaches importance to and encourages humanized feeding and management and respects animals.

## 财务公开信息 **Financial Disclosures**

### 3.18 财务记录 **Financial Records**

作为一家香港上市公司，我们在许多国家和地区开展业务，我们要求公司的财务记录必须诚实准确，适当反映我们的业务交易，并符合相关法律要求。透明和诚信的财务记录是保护公司资产、确保公司成功，以及增强与利益相关者之间信任的关键。

WuXi Biologics is a Hong Kong publicly traded company that conducts business in many countries/regions. In all our dealings, we must keep accurate books and records that maintain the integrity of the Company's financial reporting, and comply with the relevant legal requirements. We believe that financial transparency and integrity is vital for safeguarding our assets, ensuring our mission and success, and fostering trust with our stakeholders.

### 3.19 利益冲突 **Conflicts of Interest**

为促进公司业务规范发展，防止损害本公司及股东利益的行为发生，我们要求员工在知道或应当知道该利益冲突可能发生时进行利益冲突申报。公司依据《香港上市规则》的有关规定，每年向公众披露年报及财务状况，为了确保财务报告的完整与准确，公司的每个董事，高级管理人员以及关键岗位员工必须公开要求提供的信息。有关利益冲突的疑问，请咨询您的主管或董秘办。

In order to promote healthy development of the Company, and to protect the interests of the Company and shareholders from conflict of interests between the Company and directors, officers, and employees, we require employees to report conflicts of interest when they know or should know that such conflicts of interest may occur. And in accordance with the relevant provisions of the Hong Kong Listing Rules, the Company is required to annually disclose its annual report and financial status to the public. To disclose financial report with completeness and accuracy, each director, senior management personnel and key employee of the Company must disclose the requested information. If you have questions about conflicts of interest, please consult your supervisor or Board Secretary Office.

### 3.20 内幕交易 **Insider Trading**

公司严格遵守各项相关法律法规要求，严格禁止内幕交易行为，如分享内部信息或分享可能不公平地影响投资决策的“秘诀”。

The Company strictly complies with all relevant laws and regulations and strictly prohibits insider trading, such as sharing inside information, or sharing “tips” that could unfairly influence investment decisions.

## 4 举报途径 **Reporting Channels**

每一位员工都有责任提出问题、寻求指导、报告可疑的违规行为，并就任何违反本准则的行为提出疑虑或举报。如知悉或认为其他员工已经或正在从事违反法律和本准则的行为，均应



向公司报告。公司鼓励员工通过向领导汇报或使用如下渠道提出疑虑或举报：

- 您所在组织、部门或业务部门的最高领导；
- 人力资源部；
- 法务部 ([Legal@wuxibiologics.com](mailto:Legal@wuxibiologics.com))；
- 邮箱：IA\_Biologics@wuxibiologics.com； Compliance\_Biologics@wuxibiologics.com。

公司鼓励员工实名提出疑虑，以便必要时我们可后续跟进并获取更多信息。同时，公司也欢迎匿名举报。公司会对您提出的疑虑及相关调查严格保密。

公司会对所有的举报进行审查。如果违规举报得到证实，公司将采取适当的纠正措施加以解决。纠正措施可能包括但不限于澄清公司政策、额外增设培训、变更流程，以及纪律处分。如果情况允许，举报人将被告知调查的状态和结果。

公司鼓励供应商、客户和其他第三方及时将涉及本公司的不当行为通过以下渠道告知本公司：

- 与您对接的我司员工；
- 法务部 ([Legal@wuxibiologics.com](mailto:Legal@wuxibiologics.com))；
- 邮箱：IA\_Biologics@wuxibiologics.com； Compliance\_Biologics@wuxibiologics.com。

公司致力于通过以下方式处理合规案件：

- 严肃对待所有举报；
- 及时有效地调查事件；
- 客观公正地评估事实；
- 基于调查结论对相关责任人予以适当的处罚，并进行成因分析，采取整改措施。

Every employee has the responsibility to ask questions, seek guidance, and report suspected violations of the Code. Any employee who knows or in good faith believes that another employee engaged or is engaging in conduct not in compliance with applicable law or the Code is required to report such information to the Company. You are encouraged to speak up and raise your concerns with your supervisors or through the following channels:

- The head of your organization, department, or business;
- HR;
- Legal Department ([Legal@wuxibiologics.com](mailto:Legal@wuxibiologics.com));
- Email: IA\_Biologics@wuxibiologics.com; Compliance\_Biologics@wuxibiologics.com.

While we prefer that you identify yourself when reporting your concerns so that we may follow up with you, as necessary, for additional information, the Company also accepts anonymous reports. That said, the Company would prefer that you report something anonymously, rather than not at all. The Company handles inquiries and investigations confidentially.

All reported violations will be subject to a thorough and timely investigation. If it is substantiated, the situation will be resolved through appropriate corrective actions. Corrective actions may include, among other things, clarification of the Company policy, additional training, process changes, or disciplinary action. When allowed, you will be informed of the status of the investigation and the outcome of the matter.

We encourage our suppliers, customers and any other third party report to us the misconduct through following channels:

- Your contact point in our company;
- Legal Department (Legal@wuxibiologics.com);
- Email box: IA\_Biologics@wuxibiologics.com; Compliance\_Biologics@wuxibiologics.com.

The Company is fully committed to handling compliance cases by:

- taking all reporting seriously;
- investigating the cases efficiently and in a timely manner;
- assessing the facts objectively and impartially; and
- taking adequate corrective measures and sanctions, conducting root cause analysis, when an allegation is substantiated.

## **5 违反准则的处理 VIOLATIONS OF THE CODE**

任何不遵守法律法规或本准则的行为，可能会对员工和公司造成严重的后果。违反本准则的员工可能会面临相应的纪律处分，根据每个具体案件的事实和情况，最高处分包括终止雇佣关系。对于纵容、允许或知晓下属的非法或不道德行为而不采取纠正措施或上报公司的主管，也将面临纪律处分，最高处分包括解雇。

公司严禁对善意举报的员工进行打击报复。如果一名员工举报了另一名员工的已知或疑似违规行为，而对其进行报复或使其招致报复的，将会面临纪律处分，最高处分包括解雇。

The employee's behavior, if not in compliance with the law or the Code, may have serious consequences for the employee and the Company. Any employee who violates this code could face disciplinary actions, up to and including termination of their employment, on the basis of the facts and circumstances of each particular case. Managers who condone, allow, or know about their

subordinates' illegal or unethical behavior and fail to take corrective action or to report to the Company will also face disciplinary actions up to and including termination of their employment. The Company strictly prohibits retaliation against anyone who, in good faith, seeks help, raises a concern, reports known or suspected violations or provides information in connection with an investigation. An employee inflicting reprisal or retaliation against another employee for reporting a known or suspected violation will be subject to disciplinary action, up to and including termination of employment.

## **6 例外情况 Waivers of the Code**

只有在特殊情况下，才会根据个别情况批准对本准则的豁免。本准则的豁免只能由董事会或适当的董事会委员会作出，并根据适用的法律、法规和证券交易所规则的要求适时向公众披露。

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

## **7 分发和修改 Dissemination and Amendment**

新员工、高级管理人员和公司董事开始受雇时会收到本准则。本公司保留在任何时候以任何理由修改、变更或终止本守则的权利。准则的最新版本可以在公司网站上找到，且视为已经向所有员工和董事发布。

This Code shall be distributed to each new employee, officer and director of the Company upon commencement of his or her employment or other relationship with the Company. The Company reserves the right to amend, alter or terminate this Code at any time for any reason. The most current version of this Code can be found on the Company's Website, by which the most current version shall be deemed to have been delivered to all employees and directors.