

合规承诺书

Compliance Commitment

为满足中车长春轨道客车股份有限公司（以下简称中车长客）的合规管理要求，我方作出以下合规承诺：

We hereby make the following compliance commitments to meet the compliance management requirements of CRRC Changchun Railway Vehicles Co., Ltd. (hereinafter referred to as CRRC Changchun).

1 服从当地法律 Compliance with Applicable Laws

1.1 遵守所有适用其业务的供应商当地法律，以及其工业标准，包括并不限于其所属的商品生产制造、价格、销售、分销、标识、进口及出口的相关内容。

1.1 We will comply with all Local Laws applicable to its business, as well as the standards of its industry, including without limitation those pertaining to the manufacture, pricing, sale, distribution, labeling, import and export of merchandise.

1.2 除上述一般性描述中的要求外，我们还承诺做到：

1.2 Without derogating from the generality of the aforementioned, we will not:

1.2.1 不侵犯、盗用或者侵害中车长客及其代表或者任何第三方的知识产权，及：

1.2.1 violate, misappropriate or infringe upon the intellectual property rights of CRRC Changchun and its representatives or any third party; and

1.2.2 不参与任何可能违反下列事项相关法律法规的活动，包括贿赂或者非法支付、不正当竞争行为、不公平与欺诈贸易行为、环境、健康与安全要求、进出口国际贸易要求、信息隐私保护、洗钱等。

1.2.2 engage in any activities which would violate any applicable laws and regulations relating to bribery or illegal payments, laws against unfair competition, unfair and deceptive trade practices, the environment, health and safety, international trade, including exports and imports, data privacy, or money laundering.

2 工作场所道德规范 Workplace Ethics

遵守所有适用的涉及到雇佣和工作场所环境的劳工法律，并采取所有必要的行动，以便保护雇员权利免受损害。

We will comply with all applicable Local Employment Laws regarding employment and workplace environment and take all necessary actions in order to protect employee rights and prevent the abuse of any of these rights.

2.1 遵守所有适用我方业务的工资与工作时间的法律，包括那些涉及到最低工资、最长工作时间以及其他补偿因素，并提供所有法律规定的福利。

2.1 We will comply with all applicable Local Wage and Hour Laws, including those relating to minimum wages, overtime, and other elements of compensation, and will provide all legally mandated benefits.

2.2 遵守适用的工资及时间的相关法律。不要求雇员超出当地法律规定的加班时长额外工作。

2.2 We will maintain work hours in compliance with all applicable Supplier's Local Wage and Hour Laws. We will not require employees to work more than any limits on regular and overtime hours allowed by any applicable Supplier's Local Wage and Hour Law.

2.3 尊重每一位员工，且避免对员工进行或者允许进行体罚、暴力威胁或者其他任何侵害，无论是否基于员工的种族、肤色、性别、性向、民族血统、宗教信仰、残疾、年龄或者其他任何受法律保护的特征。

2.3 We will treat each employee with dignity and respect, and will not engage in or permit corporal punishment, threats of violence, or other forms of harassment whether based on race, color, gender, sexual orientation, national origin, religion, disability, age, or any other legally protected characteristic.

2.4 使用一切适当的手段避免其雇员或任何由供应商管辖下的人员在履行与中车长客的协议项下服务时发生任何性侵或者性骚扰行为。

2.4 We will take all appropriate measures to prevent sexual exploitation or abuse of anyone by our employees or any other persons engaged and controlled by us to perform any services under the Agreement with CRRC Changchun.

2.5 不因以下因素而在雇佣或工作的其他方面对员工进行歧视以及歧视性对待，包括种族、性别、性向、肤色、年龄、民族血统、生理或心理残疾、宗教信仰、伤残军人或其他任何受法律保护的特性。

2.5 We will not discriminate in hiring practices or any other condition of work on the basis of race, sex, sexual orientation, color, age, gender, national origin, physical or mental disability, religion, status as a disabled veteran, or other legally protected characteristics.

3 雇员 Employees

3.1 采取合理的保护措施以避免在供应商雇员或其分供商人员中发生任何违法行为、骚乱或者混乱。如果在中车长客看来，该人员有不适当的行为或者不能胜任其工作或者在履职时有渎职行为，则中车长客有权提出更换或者开除该雇员的要求，经双方协商后，应妥善处理该事项。

3.1 We will take reasonable precautions to prevent any unlawful, riotous or disorderly conduct among any person employed by us or by our subcontractors. CRRC Changchun have the right to request the replacement or dismissal of any person employed by us or our subcontractors, if in CRRC Changchun's opinion such person behaved inappropriately or is unfit to perform his or her job or has been negligent in performance of his or her responsibilities. The matter shall be properly handled by both parties through consultation..

3.2 保证我方的雇员及其他合作方的雇员在为中车长客工作期间不会携带任何（含）酒精食品至任何工作地点，且其在工作期间应保持清醒的状态。

3.2 We will make sure that our employees and the employees of our subcontractors do not bring any alcohol to the site of performing the Works, or any part thereof, and that they are sober while they are working.

4 人权 Human Rights

4.1 支持并尊重联合国的人权世界宣言及国际劳工组织的说明中规定的国际人权保护要求。

4.1 We will support and respect the protection of international human rights as set out in the United Nations' Universal Declaration of Human Rights and as defined by the International Labor Organization.

4.2 不雇佣童工，不使用被强制或者非自愿的劳动力以及其他当地法律不被允许的劳动力。

4.2 We will not use child labor, forced or involuntary labor, or any labor prohibited by Local Laws.

5 信息隐私 Data Privacy

尊重其可能掌握或在其信息处理活动或其他行为中涉及到的个人信息隐私权利(不论是否为雇员或者第三方)。

We will respect the privacy of data relating to individual persons (whether employees or third parties) which we may hold or handle as part of our information processing activities or otherwise.

6 环境保护 Environmental Protection

完全遵守所有当地适用的涉及到环境保护的法律,并寻找途径节约自然资源与能源,减少浪费与有害物质的使用,最小化对环境的负面影响。

We will comply fully with all applicable Local Laws concerning the protection of the environment, and seek ways to conserve natural resources and energy, reduce waste and the use of hazardous substances, and minimize any adverse impacts on the environment.

7 商业贿赂 Commercial Bribery

不以提供回扣或者超出正常价值的礼品等任何方式贿赂中车长客的高级管理人员、董事、经理、雇员、代表、代理或者任何其他相关单位。

We will not bribe in any way any officer, director, manager, employee, representative or agent of CRRC Changchun, its representatives, or any other entity, including without limitation, by offering or giving kickbacks or by offering or giving gifts of more than nominal value.

8 我方资金的使用 Use of Our Funds

我方的资金及资产必须被单独用于合法的、适当的目的。转移或者支出这些资金或者资产仅应该在有确实目的的情况下进行。转移或者支出资金严格按照内部的相关制度和程序要求进行,且必须由有相应授权的人员签字确认。

账簿与记录不存在虚假或者伪造信息,且所有的金融交易准确、真实而完全的列明于这些账册与相关记录中。

Our funds and assets will be utilized solely for lawful and proper corporate purposes. Transfer or expenditure of such funds or assets will be undertaken only if the stated purpose is in fact the actual purpose. The transfer or expenditure of such funds and assets must be authorized in writing in accordance with procedures established by our company.

No false or artificial entries are to be made in our books and records for any reason, and all financial transactions must be accurately and properly accounted for in those books and records.

9 监控与符合性 Monitoring and Compliance

9.1 中车长客或其代表有权对我方是否遵守本承诺书进行监督和确认。我方认可中车长客可以监督我方的行为从而评价其是否符合本承诺书的要求,包括但不限于,在工作场地的现场检查及对账面记录的核对。

9.1 Neither CRRC Changchun nor any of its representatives assumes any duty to monitor or ensure compliance with the provisions set forth in this Commitment. We understands that CRRC Changchun may engage in monitoring activities to assess our compliance with the provisions set forth in this Commitment, including without limitation, on-site inspection of facilities and review of books and records.

9.2 我方保证已经就本承诺书的相关内容与我方的管理层、董事、一般管理人员、雇员、代表及代理进行了充分的沟通，并确保上述人员遵守本承诺书的要求。

9.2 We are solely responsible and liable for full compliance with this Commitment by our officers, directors, managers, employees, representatives and agents.

9.3 我方承诺建立并维护一套合理的程序，以保证符合本承诺书的相关要求、降低其中所定义的风险，并持续改进。

9.3 We will establish and maintain processes that are reasonably designed to ensure compliance with, mitigate the risks identified in, and facilitate continuous improvement with respect to the provisions set forth in this Commitment.

10 分供应商的符合性 Compliance of Subcontractors

我方将使用所有合理的方式来保证全部供应商能够按照本承诺书的条款与条件工作(细节上可以做必要的修改)。

We will take all reasonable measures to ensure all our subcontractors and suppliers comply with the terms and conditions of this Commitment, mutatis mutandis.

11 主合同的符合性 Compliance Requirement of the Project Contract

在遵守前述条款之外，在我方提供给中车长客的产品或服务应用于某具体项目时，中车长客应将相关的要求告知我方，我方保证同时遵守该项目的相关合规要求。

In addition to complying with the above terms, when the products or services we provide to CRRC Changchun are used for a specific Project, you shall inform us of the relevant requirements and we undertake to comply with the Compliance Requirement of the Project Contract.

12 其他 Others

12.1 本承诺书为中英文对照版本，一式两份，一份提交中车长客，一份我方留存，当中英文发生差异时，以中文为准。

12.1 This Commitment is made bilingually in English and Chinese in 2 (two) originals, 1(one) for CRRC Changchun , 1(one) for us. In case of discrepancy between English and Chinese version, Chinese version shall prevail.

12.2 本承诺书有效期 5 年，自我方有权代表签字之日起生效。

12.2 This Commitment is valid for 5(five) years, and becomes effective after signed by the authorized representatives of our company on the signing date.

XXX (company name)

授权代表 Authorized Representatives:

签署日期 Signing Date: