

The Integrity Statement

Upholding ethical standards in our business fulfills a fundamental duty to our shareholders, customers, suppliers, partners, and colleagues. Further, it is our duty to enhance ethical behavior by proactively identifying and eliminating behaviors that challenge the ethical operation of business.

- We hold ourselves to a higher standard
- We respect local laws and company regulations without exception
- We always behave and act honestly
- We respect the boundaries of our positions and privileges
- We protect ourselves from conflicts of interest
- We base our choices on ethical principles
- We seek help if we face an ethical dilemma
- We cooperate with any inquiry into possible ethics violations
- We report unethical behavior
- We imbue our principles of integrity and ethics on those we do business with
- We protect the interests of those who adhere to integrity

Management Message

The cornerstone of our culture is the belief of uncompromising integrity in everything we do. This belief ensures that our commitments to colleagues, customers, and other shareholders are trustworthy. Displaying integrity means more than abiding by policies and rules, it is also about making the right decision in every situation. The core of these beliefs has been codified in the Integrity Handbook.

The Integrity Handbook defines what is expected of employees at the workplace. You will be held accountable for abiding by the guidelines stated within this document, so please read it. Then, read it again. We are expected to comply with these guidelines in letter and in spirit.

While the Integrity Handbook does detail guidelines to ensure ethical employee behavior and compliance with local law, it does not cover all circumstances. In situations not covered by the Integrity Handbook, you will be expected to make decisions based on integrity.

While the company will continue to grow and undergo many changes, our beliefs will not. Join us in building a dynamic and customer-oriented global company by upholding our commitment to uncompromising integrity in everything we do.

Integrity

Integrity stands for doing the right thing regardless of the consequences. Integrity is the foundation of our values and what we stand for as a company. **The Integrity Handbook (hereafter referred to as IH)** is the defining statement of expectations for employee conduct. This document contains rules, guidelines, and practices that sustain ethical standards throughout the company.

Integrity-first in words and actions is the golden rule of interaction among employees. Showing respect for colleagues by being honest and transparent is a non-negotiable standard. This type of behavior makes our work environment healthier, more efficient, and increasingly productive across functional and hierarchical boundaries.

How we operate internally also has a tremendous influence on our reputation among customers. If our processes and work habits lack integrity, chances are that our products and services will as well. Customers can immediately identify these types of weaknesses and come to define our company as an organization that doesn't deliver on the promises it makes to customers.

Integrity covers the entire spectrum of our company's operations. All employees are bound by the rules, guidelines, and practices stated within the IH. Local laws will take precedence over the IH when conflict between the two is unavoidable. If and when executive management deems an individual case to be extraordinary and outside the scope of the IH, an appeals process can be initiated at a local level to determine the most appropriate course of action.

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Chapter I.

About the Integrity Handbook

I.1. Purpose

- **The IH is designed to describe how employees around the world can demonstrate integrity in their daily lives**
- **The IH sets forth fundamental principles of company business practices and related policies and guidelines**

The IH is a guide on how to live up the high standards of integrity. The IH helps guide employees to make the best possible decision when integrity plays a fundamental role in the decision making process. The IH is a global in scope and is designed to promote an integrity-based work environment at every site around the globe. This covers all employees, board members, temporary workers, independent contractors, and consultants providing services for the company. The IH sets forth fundamental principles of law and ethics governing acceptable business practices and serves as the basis for other policies and guidelines. Further, the IH contains guidelines on who you should contact if you have specific questions or concerns.

1.2. Your Responsibility

- **It's your responsibility to understand and comply with the IH, other company guidelines, and local laws**
- **It's your responsibility to raise questions and bring them to the company's attention**
- **Managers are responsible for assuring employee compliance with the IH**

As employees, it is your responsibility to read and understand the IH, as well as other company guidelines, and comply with them both in letter and spirit. Also, you are responsible for knowing and following the local laws that relate to your job.

It is also your responsibility to raise concerns that you may have about possible violations of the IH. ***Violating the guidelines may result in corrective action up to and including termination of employment.***

However, most problems can be easily avoided by simply using good judgment and seeking guidance when questions arise.

You can ask yourself "Is this the right thing to do, is this legal, or is this permitted under the IH?" If the answer to any of these questions is no, you should immediately raise questions and discuss the situation with your manager. Supervisors at the manager level and above are responsible for preventing, detecting, and responding to compliance problems by leading with integrity, initiating periodic compliance reviews with employees, providing employees with related training and coaching, and taking prompt and effective action when appropriate.

If you have questions about the policies outlined in the IH or would like additional information, speak to your immediate supervisor.

1.3. Applicable Laws

- **Employees should not be in violation of the IH or local laws**

If any provision of this IH or policy conflicts with local laws or regulations, the one with the higher standard will apply. If you believe you are in violation of a law or if you believe there is a conflict between applicable laws and the IH, consult with your immediate supervisor.

We acknowledge that there are differences in local laws and practices between countries. In some instances, the IH establishes policies and/or requirements that would not otherwise be required in some countries. In keeping with the commitment to meet the highest standards of business conduct wherever we do business, all employees must comply with all aspects of the IH, even if it is not required by local laws.

Throughout this IH, references to applicable laws include any law, rule or regulation applicable to the company, its employees, or directors.

Question 1.3.1

There is a conflict between the IH and a local law. Which should I follow?

Answer:

If any provision of the IH or policy conflicts with local laws or regulations, the one with the higher standard will apply.

I.4. Reporting IH Violations

- **You are required to report any violations of the IH**
- **Employees should not take any action against another individual or reporting IH violations**

It is important to report all violations or suspected violations of the IH. Everyone should be vigilant for reporting IH violations appropriately. The company maintains an integrity reporting system that you can use to report suspected violations of the IH. You may also report violations to management anonymously.

It is against company policy for any employee to take any action against another employee for reporting or threatening to report a violation of this IH. It is also against company policy to take any action against any employee for providing information or assisting in an investigation of activities which he or she reasonably believes violates applicable law. If you believe that you have been the subject of impermissible retaliation, please inform your manager or department head.

1.5. Policy Changes and Waivers

- **The company has the right to change and/or waive the provisions of the IH**

The company reserves the right to make changes and/or waivers without notice, but will disclose any changes that influence your work as soon as possible. The provisions of the IH may only be waived by the Chairman. Any waiver of this IH will be promptly disclosed as required by law.

1.6. Site-Specific Amendments

- **The IH regulations are standard and all efforts should be made to comply with the original meaning**
- **The process of seeking approval for a local amendment to the IH if a conflict between local laws, customs, or traditions and the IH becomes inevitable**
- **The original text of the IH cannot be altered**
- **All approved amendments will appear in the localized IH as Q & A in additional section at the back of the document**

If necessary, local sites may apply for approval to add amendments to the IH when local laws, customs, or traditions conflict with the letter and spirit of the IH regulations. An amendment, which will be in the form of Q & A at the back of the original document, will address a local issue and layout the policy that deviates from the original IH regulation.

To apply for an amendment to the IH, prepare a proposal that includes: 1) the original regulation, including number and title, 2) the reason why a site-specific amendment is necessary, and 3) Q & A (s) that defines the amendment.

The completed proposal should first be submitted to the managing director or president of the local site. If it is approved, the proposal should then be forwarded to corporate human resources for final consideration. The site will be notified of decision immediately after it has been reached.

Chapter 2.

Avoidance of Conflicts of Interest

2.1. General

- **Prevent conflict of interest between an individual and the company**
- **Business decision should be made in the best interest of the company**

Board of directors, managers, and all employees are responsible for evaluating activities that may be considered a conflict of interest, and avoiding getting improper benefits for parents, children, second-degree relatives, spouses, or themselves from their positions in the company. All business decisions should be made solely in the best interests of the company. If there might be a conflict of interest, directors should report to the board while managers and all employees should report to the president for approval.

2.2. Gifts and Entertainment

- **An employee should never offer or accept a bribe and a kickback**
- **In general, employees may not give or accept anything of value from a third party**

An employee should never offer or accept a bribe or kickback. Employees may not give or accept anything of value from anyone, doing so might compromise (or appear to compromise) the objectivity of a business decision. This restriction applies to gifts and entertainment given to or received from representatives of current or potential customers, channel partners, suppliers, other business partners and competitors, as well as their families, your family, and others who you or they have close personal relationship with.

Question 2.2.1

One of my vendors offered me a free trip to a golf event it is sponsoring. Can I accept the trip as long as it doesn't affect my purchasing decisions?

Answer

No. Accepting a free trip from a vendor is a violation of company policy.

2.3. Doing Business with Spouses, Relatives, or Friends

- **Employees must obtain written approval from the management and the president to do business with parties such as friends, relatives, or spouses**

The company's interests must be the top priority when doing business with parties such as friends, parents, children, second-degree relatives, or spouses. You must disclose to your manager all situations where you may be conducting business with members of your family, your friends or others with whom you have a close personal relationship. If an employee is permitted to do business with these members, they will be required to remove themselves from decisions relating to such transactions. You may not use personal influence to get the company to do business with a company in which your family members or friends have an interest. Prior to conducting business with parties such as friends, relatives, or spouses, a written approval from the management and the president must be obtained.

Question 2.3.1

Can I hire my friend as an external speaker for a training program? Three speakers submitted bids for the job, and his/hers is the most competitive.

Answer:

You may hire a friend as an external speaker as long as the decision is not in any way influenced by your relationship with him/her. However, you must first get written approval from your supervisor and the president.

2.4. Fraternization

- **We respect the personal relationships of employees**
- **Employees must use good judgment in ensuring that personal relationships do not negatively impact the company's interests**

We recognize and respects the rights of employees to associate freely and to pursue personal relationships with those they encounter in the work environment. Employees must use good judgment in ensuring that those relationships do not negatively impact their job performance, their ability to supervise others, or the work environment. Any workplace conduct arising from a romantic relationship, intimate relationship, family relationship, or friendship between employees may be improper if the conduct creates an uncomfortable work environment for others.

Favoritism, open displays of affection, and making business decisions based on emotions or friendships rather than on the best interests of the company are examples of inappropriate conduct. Employees who find themselves in an intimate relationship or friendship should use good judgment. Employees in a reporting relationship with someone that they are consensually dating, romantically involved with, living with or related to must inform the supervisor or HR. The company will work with both individuals to try to separate their employment responsibilities from their personal relationship in order to protect the interests of both employees and others and to avoid any conflict of interest.

2.5. Additional Employment

- **During the course of employment, any work performed for another organization must be approved with documents by the management and the president**

Unless employees receive approval document from the management and the president, additional employment by another organization is prohibited. Any outside activity must be strictly separate from company's interests and should not interrupt employee work performance. In addition, approval must be obtained from the CEO of the company before serving on the board of directors or acting as an officer for another organization. During such service, employees may not make, participate in, or influence decisions that affect the relationship of an organization with our company or make decision on behalf of our company.

Furthermore, the organization at which an employee seeks additional employment must not be illegal, immoral, or otherwise reflect negatively on our company. If you need to seek approval, contact your immediate supervisor.

Question 2.5.1

May I work part-time for another company that is not in the high tech industry?

Answer:

Unless employees receive approval from the management and the president, additional employment by another company is prohibited.

Chapter 3.

Legal Compliance

3.1. General

- **Board of directors, managers, and all employees must comply with local laws**
- **Corrective action may be applied to any non-compliance with the law**
- **Definition and vicinity of the word misconduct**

Board of directors, managers, and all employees are required to comply with all applicable laws where we do business. Any instance of non-compliance with applicable laws or misconduct may subject the employee to corrective action up to and including immediate termination of employment, recovery of damages, and filing of criminal charges. Misconduct is illegal or harmful activity that involves or affects the company and/or its employees.

3.2. Diversity, Equal Opportunity, and Respect

- **An open-mind and respect for diverse cultures will encourage innovation and engagement, which gives the company with a wider range of viewpoints, abilities, and experience**
- **The company provides equal opportunity for advancement and embraces this idea in HR management around the globe**
- **The company is dedicated to maintaining a clear path for communication and opinions**

Diversity at the company is an essential ingredient of innovation and excellent business performance. The wide-ranging perspectives, abilities, and experiences of our workforce are keys to the success of our company and our people. We will treat others with respect and fairness at all times, just as we wish to be treated ourselves. Open communication is a cornerstone of our culture.

3.3. Discrimination and Harassment

- **The Zero Tolerance policy applies to all forms of discrimination and harassment**
- **The Zero Tolerance policy applies to all individuals and areas of the employment**
- **Zero Discrimination: All employment decisions are to be made without regard to non-job related factors**
- **Zero Harassment: The company maintains a harassment free environment for its employees**

The company is committed to maintain a working environment free from discrimination and harassment. This principle applies to all areas of employment, including recruitment and hiring, training, performance evaluations, promotions and transfers, compensation and benefits, and social and recreational programs. This policy applies to our directors, employees, applicants, customers, and business partners (including independent contractors, vendors, and suppliers).

All employment decisions are to be made without regard to non-job related factors, such as race, color, age, gender, sexual orientation, gender identity and expression, ethnicity or national origin, religion, political affiliation, marital status, pregnancy, family responsibilities, veteran status, citizenship, disability, military status, genetic information or any other basis prohibited by law. For purposes of this policy, harassment includes slurs and any other offensive remarks, jokes and other verbal, non-verbal, graphic, electronic or physical conduct that could create an intimidating, hostile, or offensive work environment.

3.4. Complaint Procedures

- **Employees are obligated to report and file a complaint in response to any violation of the Zero Tolerance policy**
- **A channel will be available to file discrimination or harassment complaints; every complaint will be reviewed and remain confidential**
- **During an investigation, all parties must cooperate and provide assistance**
- **If the Zero Tolerance policy is violated, appropriate action will be taken against the violator(s)**

The company will promptly and thoroughly investigate all complaints of discrimination or harassment. It is the responsibility of every employee to bring those types of issues to the attention of the management so that the appropriate steps can be taken to resolve the issue. We cannot help resolve a discrimination, harassment, or retaliation problem unless we know about it. Employees are expected to cooperate fully in any such investigation.

If any employee is determined to have violated the Zero Tolerance policy, the company will take the appropriate corrective action. All employee inquiries and reports made in good faith will be kept strictly confidential to the extent possible, regardless of the outcome of the investigation.

3.5. Accommodations for Disabilities

- **The company values the skills and talents of each individual and continues to develop an environment that accommodates those with disabilities**
- **For assistance, please check with your immediate supervisor**

It is the policy to regard all people, with or without disabilities, as individuals with unique skills and abilities. The company will provide a reasonable accommodation to a qualified employee who has a physical and/or mental disability. If you believe you need an accommodation, contact your immediate supervisor.

3.6. Workplace Violence

- **The company is resolute in providing a violence-free workplace to its employees**
- **Violation of the workplace violence policy will result in appropriate disciplinary action**

The safety of employees is extremely important. We have zero tolerance for any type of workplace violence. Acts or threats of violence include conduct that is sufficiently severe, offensive, or intimidating enough to create a hostile, abusive, or intimidating work environment for other employees.

The group prohibits the possession, concealment, use or transfer of any firearm or other weapon, including knives, clubs, or other devices that are primarily used to inflict injury on company premises (including buildings, parking lots, walkways and any other property leased or owned by company).

These prohibitions also apply to employees in any location outside the home when conducting company business. Security personnel and law enforcement officers are exempt from this provision. Violations will result in appropriate disciplinary action, up to and including termination of employment, recovery of damages, and filing of civil or criminal charges.

3.7. Alcohol and Drugs

- **The company prohibits employees to use, sell, possess, purchase, or transfer alcohol and illegal drugs on company premises, in company vehicles, or during work hours**
- **The only exception for alcohol consumption is with the approval from a Senior Vice President or above in compliance with government regulations**
- **Violation of this policy will lead to disciplinary action**

Employees may not use, sell, possess, purchase or transfer illegal drugs on company premises, in company vehicles, or during work hours. Employees also must not be under the influence of illegal drugs or alcohol during work hours, regardless of when the drugs or alcohol were consumed. The only exception is that alcohol may be consumed by people of legal drinking age at company sponsored functions that are approved by a Senior Vice President or above in compliance with government regulations. Any employee violating these policies will be subject to discipline up to and including discharge, even for a first offense. Where criminal activity is suspected, the company may notify the appropriate law enforcement authorities.

Question 3.7.1

Is it true that I will not violate company policy if I consume alcohol before I come to work?

Answer:

No, employees must not be under the influence of illegal drugs or alcohol during work hours, regardless of when the drugs or alcohol were consumed.

3.8. Complaints to Government Agencies

- **Any knowledge regarding a complaint lodged against company must be immediately reported**
- **No penalty will be imposed on those who report the complaint**

Occasionally, an applicant, customer, or current or former employee may file—or threaten to file—a complaint against the company with the government. If you are notified about such a complaint, inform your supervisor immediately. Neither your supervisor nor your company is permitted to take any action against you for either making or reporting such a complaint. Lawsuits, legal proceedings, and investigations concerning the company must be handled promptly and properly.

3.9. Government Proceedings and Requests for Information

- **Full cooperation with a government investigation**
- **All information provided must be genuine and precise**

It is the policy to always cooperate with appropriate government requests and investigations. If you are asked to provide information (either written or verbally) for a government investigation, or if a government representative appears at your workplace, notify your supervisor or legal office immediately.

All information provided should be truthful and accurate and must not obstruct, influence or impede the request for information. Employees should not alter, falsify, mutilate, cover up, dispose of, or destroy any documents/records related to a government request, investigation or legal proceeding.

3.10. International trade regulations

- **Employees responsible for international trade must become familiarized and comply with applicable guidelines and regulations**
- **In the case of any uncertainty, employees are obligated to consult with legal department to prevent possible misconduct**

Employees involved with importing or exporting goods among various countries must be knowledgeable and comply with relevant legal requirements. Each business location is responsible for maintaining import, export and customs records in accordance with local regulations. Employees who have questions about such requirements or other international trade issues are responsible for consulting with the legal office to prevent committing any potentially unlawful acts.

3.11. Charitable Contributions

- **Charitable support and donations are acceptable, whether of in-kind services, knowledge, time or direct financial contributions.**
- **The company only makes charitable donations that are legal and ethical under local laws and practices. No donation must be offered or made without the prior approval of the management.**

Charitable support and donations are acceptable, whether of in-kind services, knowledge, time or direct financial contributions. However, board of directors, managers, and all employees must be careful to ensure that charitable contributions are not used as a scheme to conceal bribery. We only make charitable donations that are legal and ethical under local laws and practices. No donation must be offered or made without the prior approval of the management.

3.12. Bribes and Improper Payments

- **Employees may not bribe government officials or agents that represents its division**
- **Employees must comply with the anti-corruption laws of the country or countries in which it does business**

The company will comply with the anti-corruption laws of the countries in which it does business. No one acting on company's behalf may use bribes, kickbacks, or other corrupt practices in conducting company business. Employees or agents of the company should never directly or indirectly offer, promise to pay, or authorize the payment of money, products, services or anything of value to any government official or agent in any country in order to influence acts or decisions of government officials, to receive special treatment for the company, or for personal gain. These requirements apply both to employees and agents, such as third-party sales representatives, no matter where they are doing business.

Question 3.12.1

Can I tip a local government office worker for agreeing to process paperwork more quickly?

Answer:

No. You may not tip any government worker in any country for any reason.

3.13. Antitrust Laws and Selling Practices

- **Antitrust and Competition laws were established to prevent disruption that may be caused by a company that is influential in their market**
- **Employees participating in international trade must maintain awareness to prevent violation of the antitrust and competition laws**

Antitrust laws encourage competition, which in turn benefits customers by prohibiting unreasonable restraints on trade. Antitrust and competition laws serve to maintain an environment in which companies compete fairly at all levels. The company is engaged in multinational business activities and is required to be aware of and abide by all applicable laws. Employees are required to comply with the antitrust and competition laws of the countries where the company does business.

3.14. Fair Dealing

- **Act with fair and honest behavior toward customers, suppliers, vendors, competitors and employees**
- **Employees should refrain from acquiring an unfair advantage through dishonest practices**

Employees of the company are responsible for conducting business in a professional, ethical, and legal manner. You should not take unfair advantage of anyone through manipulation, concealment, abuse of confidential information, falsification, misrepresentation of material facts, or any other intentional unfair dealing practice. Employees may not discuss pricing (including discounts or credit terms) with competitors or customers in contravention of applicable antitrust laws or agree with competitors to limit an amount of production, to divide territories or sales, or to boycott any third parties.

Suppliers

- **Make clear to all suppliers and potential suppliers that we expect them to compete fairly and vigorously for our business and that we will select our suppliers based strictly on their merits**
- **Purchasing decisions should reflect your best judgment about a supplier's technology, quality, responsiveness, delivery capabilities, cost, environmental performance, and financial stability**
- **A business relationship with any supplier is prohibited if its business practices violate local laws or basic international principles relating to labor standards or environmental protection**

Competitors

- **The company competes based on the quality and value of its products and services, not by disparaging the competition**
- **Your statements about competitors must be fair and factual**
- **While forceful marketing messages may be appropriate, you may not make false, misleading, unfair, or unprofessional comments about competitors or others outside the company, even in messages, presentations and other materials intended for internal use**

Customers

- **Marketing and sales practices reflect our commitment to honesty and fair dealings with current and potential customers. You may not engage in any misleading or deceptive marketing and sales practices**
- **When selling products and services, or entering into other customer agreements, you are required to abide by pricing and sales guidelines established by your business group**
- **You may not offer any customer, including channel partners, any special discount, credit, or favorable terms without written approval from your immediate supervisor**

3.15. Product Integrity

- **The company is obligated to provide high quality products**
- **Internal quality standards must be in full compliance with applicable laws and company policies**

We take pride in the quality of our products. In addition to meeting the internal quality standards, our products must be produced, tested, packaged and labeled in full compliance with applicable laws and company policies. Every associate has the responsibility to ensure that these standards are maintained.

3.16. Patent and Copyright Laws

- **Respect copyright laws**
- **Never use patented material without authorization**

As we expect others to recognize the legal rights we have in our products and designs, we respect the legal rights others have in their products, designs, software, articles, and other legally protected materials. Software should be installed only by employees designated by the Information Technology department or through processes and resources sanctioned by the IT department. Employees may not copy or pirate computer software programs, either for personal or for business purposes, or use software that has not been properly licensed or purchased.

Question 3.16.1

Several people in my department need to use a certain software program, but we have only one copy. Is it okay to copy the program onto each of our computers?

Answer

No. Unless the license agreement specifies otherwise, a separate copy of the program must be purchased for each computer.

Question 3.16.2

Am I allowed to make copy of company's software to use at home because the software has already been purchased by the company?

Answer

No, all company software is restricted for business use only.

3.17. Environment

- **Environmental laws and company policies on environmental protection must be followed by all employees**
- **Non-work related information may be restricted from employee access and regulated by company policies**

All employees are responsible for complying with applicable environmental laws and company environmental protection practices. The company is committed to minimizing the negative impact of our business activities on the environment. To prevent disruption of work activities and to promote a safe and productive work environment, company policies may restrict the time, place, and manner in which employees or third-parties solicit or distribute literature on company premises or using company information technology resources.

3.18. Health and Safety

- **The company is committed to providing a safe and healthy work environment for all employees**
- **Employees are obligated to abide by all health and safety policies and immediately report any event that violates these policies**

We have a responsibility to treat with care and respect both the environment in which we work and the people on whom we depend. All activities must fully comply with applicable laws and policies relating to health and safety. The company is committed to preserving the health and safety of our employees, contractors, and others working in the facilities.

Employees must immediately report workplace injuries or unsafe conditions in accordance with applicable corporate or regional policies and procedures. No employee will be subjected to retaliation or reprisal for being injured on the job or for reporting a workplace injury or unsafe situation. The company will conduct our business with integrity and dedicated observance of the occupational health and safety laws and regulations of the locations where we operate. We will continuously improve our health and occupational safety systems and procedures so that they meet or exceed industry standards and local regulations. All employees should observe applicable workplace safety rules and ensure that they use due care when performing their duties for the company.

Chapter 4.

Company Information and Assets

4.1. Confidentiality

- Confidential information may not be disclosed to any internal or external party without authorization
- Individuals cannot profit from confidential information
- The obligation to preserve confidential information continues after employment ends

As an employee, you may have access to sensitive information that people outside the company never see. Information relating to business or strategy is strictly confidential. You must not give confidential information to anyone, internally or outside, unless specifically authorized to do so. Employees have a duty to protect confidential company information, as well as confidential relationships between the company and their customers, suppliers and shareholders. You have a duty to safeguard internal information.

Question 4.1.1

How can I be sure that documents I throw away stay confidential?

Answer

When you dispose of confidential documents, use a locked disposal bin or shredder, if available. Do not use regular recycling bins for these materials. If you work in a store, dispose of confidential documents in a manner appropriate for your location. Ask your supervisor for guidance.

Question 4.1.2

I received a call recently from a local charity asking for a list of key vendors as possible candidates for fundraising. May I share this information?

Answer

No. Sharing information about vendors and business transactions is against company policy.

4.2. Confidentiality of Personal Data

- **The company respects and values personal privacy**
- **Personal information may not be used in exchange for personal profit or illegal conduct**

The company respects and values employee and customer privacy, and we expect our employees to do the same. We are committed to protecting the personal information of our customers, channel partners, suppliers, other business partners and employees. The company collects and retains employee personal information that is required by law. You cannot use any personal data for personal benefit or in any other inappropriate way. Personal information is deleted when it is no longer necessary for the business purposes.

4.3. Insider Trading

- **Employees are restricted from disclosing company financial information to individuals outside the Company**
- **Participation in insider trading will lead to severe consequences**

As an employee, you are not allowed to trade securities or to tip-off others to trade securities of the company or other related companies when you are aware of material information that has not been made available to the public. Insider information is something that you may know as an employee that people outside of the company may not know. Material information is any information that could be considered important by a person in deciding whether to trade in a company's stock. Insider trading prohibitions apply to the trading in securities of other companies, including customers, channel partners, suppliers, other business partners and competitors, if you have material inside information about those companies. Trading on inside information can have severe consequences.

Question 4.3.1

A senior director mentioned in a meeting (inadvertently or intentionally) that the company is expected to post a loss this quarter. Can I share this news with my friends? Can I trade in company stock?

Answer

No. The information you overheard is considered "material." The senior director should not have shared this information with you unless you needed the information to do your job. If known by you, your friends or others when buying or selling company stock before public disclosure of the information that would be in violation of law.

4.4. Media Inquiries

- **Employees may not participate in interviews or provide comments to the press without authorization**
- **Please direct members of the press to the PR department**

Media stories about the company, as well as good relationships with other companies who may be potential customers or suppliers, can enhance the company's image and may encourage people to invest in. However, mismanaged media, business, and financial contacts may result in confusing messages or wrong information, with possible legal implications. For this reason, corporate policy requires all employees to contact PR department before participating in any comment. To ensure professional and consistent handling, requests from the media should be forwarded to the local communications group or PR department. You may not grant interviews or provide comments to the press without prior approval from the PR department.

4.5. Accuracy of Records and Integrity in

Reports and Communications

- **Employees are responsible for ensuring the accuracy of all records, information, and accounts**
- **Employees must ensure the disclosure of company information is in a complete, non-discriminatory, genuine, punctual, and understandable fashion**

Accurate records are essential to the successful operation of the company. We require honest and accurate recording and reporting of information in order to make responsible business decisions. This includes such data as quality, safety, and personnel records, as well as all financial records. All financial books, records and accounts must accurately reflect transactions and events, and conform both to required accounting principles and to the system of internal controls. No false or artificial entries may be made. All business records should be clear, truthful and accurate.

Keep in mind that business records and communications may become subject to public disclosure through government investigations, litigation, or the media. Business records are company assets and must be retained or destroyed in compliance with the applicable records retention schedules in the company's records management policy. The company is required to file periodic reports and communicate the results publicly. Employees must act to ensure full, fair, accurate, timely, and understandable disclosure and reporting of company information, including the financial results.

4.6. Improper Influence on Audits

- **Employees should cooperate fully with internal and external auditors**

You are expected to cooperate fully with internal and external auditors. Finance and accounting officers and personnel, as well as all members of the management, have a special fiduciary responsibility to ensure finance and accounting practices support the full, fair, accurate, timely and understandable disclosure of company financial results and condition.

Outside auditors have the duty to review the company records in a fair and accurate manner. You must not directly or indirectly take any action to coerce, manipulate, mislead, or fraudulently influence any public accountant engaged in the performance of an audit or review of company financial statements.

Question 4.6.1

One of our external auditors has asked me a question at a time when I am very busy. Can I tell them what I think the answer is when I am only 80% sure?

Answer

To cooperate fully with our external auditors, you should tell them that you are only 80% sure of the answer and perform the additional research if required. In other words, you should give thorough and complete answers to all questions.

4.7. Commercial Transactions

- **Guidelines for contract signing or approval levels**
- **Issuance of letters of understanding, intent, or handshake deals must be approved by the legal department**

The policy also establishes signing or approval levels when entering into a contract. The company does not enter into letters of understanding or intent or handshake deals, except in rare circumstances and only with the approval of the legal department. Purchasing decisions must be made based solely on the best interests of the company. Suppliers win our business based on product or service suitability, price, delivery and quality.

4.8. Protecting the Trademark

- **Employee responsibility for company trademarks**
- **Violation on trademark**
- **Sell Off restriction**
- **Report of sell off or counterfeit with company trademark**

All employees have a responsibility to protect company assets from loss, damage, misuse, or theft. This includes cash, inventory, computers, equipment, supplies, and other assets such as our logos, trademarks, and reputation. Our trademarks are valuable assets, and all employees and business partners should help protect them. If you locate any sell off or counterfeit merchandise—bearing any portion of any of our trademarks on labels, hang tags, price tags, pocket flashers, other packaging, or screened or embroidered onto the merchandise—in a location other than one of our stores or a store in our international sales program, note the name of the store, its location and size, and the volume of sell off or counterfeit merchandise being sold, and report to the legal department.

4.9. Company Property

- **Unauthorized use of company property is an act of theft**
- **Employees are prohibited from performing any act of fraud, theft, embezzlement, or unauthorized usage to company property**
- **Report of property exploitation**

For example, merchandise, samples, supplies, and equipment should be used only for business purposes and not for personal use. Taking or using company property of any value for personal purposes without appropriate permission from the management is considered stealing. Company property may never be used for illegal purposes. You are prohibited from doing anything that involves fraud, theft, embezzlement, or misappropriation of company property. If you suspect that activities in a store, distribution center, or other facility are resulting in financial losses to the company (for example, stealing), report the issue to the appropriate department.

Question 4.9.1

Is it okay to take home samples or defective merchandise?

Answer

No. Taking any company property, including samples or defective merchandise for personal use is prohibited.

4.10. Signature and Electronic Signature

- **Hand-written signature has the same effect with electronic signature and is recognized of its representative quality in the company.**
- **Except for designated functionary substitute and executive one level (including) above, it is not allowed to provide account and password for others to sign for oneself.**

The traditional signature is using hand writing or chop on paper document; electronic signature is attached to an electronic document and is related to it; it is used to identify and verify the identity and qualification of the person signing the electronic document and the authenticity of the electronic document. Both traditional and electronic signatures have legal validity and responsibility. Therefore, employees should carefully keep personal and business-use accounts and passwords at all time while not giving their accounts and passwords to others except for designated functionary substitute and executive one level (including) above.

Chapter 5.

Political Contributions and Activities

5.1. Company Contributions

- **Participation in political activity is strictly regulated by local laws**
- **Political participation must involve careful judgment**
- **Any contribution to political candidates or causes made on behalf of the company is prohibited**

While the company encourages employees to get involved in issues of importance to our business and community, including but not limited to political participation, political activity is strictly regulated by the laws of countries we do business in. As a result, it is important to use careful judgment in your political participation. Any contribution to political candidates or causes made on behalf of the company is prohibited.

5.2. Personal Contributions

- **Employees are free to participate in personal political activities as local laws permit**

You are free to participate in personal political activities as you see fit. In doing so, however, you should make it clear that you are acting in an individual capacity and not on behalf of the company. While participating in political events or activities, employees are prohibited from wearing or displaying anything with the company logo. Forbidden logo items include: clothing, uniforms, flags, hats, posters, blankets, bags, scarves, and anything else bearing the company logo.

Question 5.2.1

Can I make a personal contribution to a political party or candidate?

Answer:

Yes, within the limits of local law. The policy restricts only political contributions made on behalf of the company.

5.3. Lobbying

- **Lobbying is strictly governed by the laws of each country**
- **Mandatory detail disclosure of lobbying related information**
- **The management must be notified prior to any lobbying activities on behalf of the company**

Lobbying is strictly governed by the laws of the countries we do business in. Lobbying is generally defined as contact with elected officials regarding legislative or regulatory issues impacting the company. In short, a company is required by law to disclose lobbying related information in great detail. You are required to consult with executive management in advance of any planned lobbying activities on behalf of the company.

How to Get Help

If you have questions about the provisions laid out in the Integrity Handbook, or feel that local laws or extenuating circumstances conflict with the policies of the company, first reread the relevant section of the handbook that addresses your issue. If you feel you need further clarification, seek out your immediate supervisor and discuss your problem. If your questions require a level of sensitivity that you would not like to share with your supervisor, contact Corporate Human Resources. The company believes in open communication and will provide the appropriate tools to ensure that employee voices are heard and their questions are answered.

We make decisions everyday; some easy, some complex. When you arrive at a decision and doubt whether it's the correct choice for the company, consult the handbook first, followed by your immediate supervisor, site human resources, or the corporate human resources communication channels.

For further help, write to Integrity@Qisda.com. Problems or questions can be addressed through this channel. The company guarantees that any issue raised via this channel will be handled fairly, discreetly, and thoroughly.

Seeking the root cause of problems is part of the company way. If you become aware of unethical or illegal conduct, report your concerns to your supervisor, HR representative, and/or by emailing Integrity@Qisda.com. The company will protect your anonymity. Please note that filing a false report is unethical and can lead to disciplinary action and/or termination.

Please read this handbook carefully. After fully understanding its contents, please sign and date the form on the following page then submit it to your local HR representative.

Integrity Handbook

Signature Page

I have read and understand the policies and guidelines presented in the Integrity Handbook. Upon signing this, I acknowledge that I am aware of the rules governing employee conduct as laid out in the Integrity Handbook.

I further recognize that any infraction of these policies will incur consequences ranging from supervisor consultation, formal reprimand, and in the most serious cases, termination.

I understand that the company places great emphasis on ethical operations and that the integrity of individual employees is the key to maintaining the company's commitments to its customers, employees, and shareholders.

I acknowledge the necessity for company to revise the Integrity Handbook over time to comply with changing laws that govern the business and to maintain its functionality. I agree to comply with the Integrity Handbook in letter and spirit.

I here disclose conflict of interests (if any) and agree to preserve company confidentiality unless properly authorized.

(If your friends, parents, children, second-degree relatives, or spouses have business/competitive relationships with our company, please disclose here)

[Redacted area]

Employee No. [Redacted]

Name [Redacted]

Date [Redacted] Y [Redacted] M [Redacted] D [Redacted]