

群聯電子股份有限公司
PHISON Electronics Corp.

商業行為與道德準則
CODE OF BUSINESS CONDUCT AND ETHICS

本商業行為與道德準則（以下簡稱「本準則」）在規範群聯電子股份有限公司及其子公司（以下合稱「群聯」或「我們」）所有員工、經理人及董事（以下合稱「群聯成員」）之行為標準。群聯致力於尋求在生態面和道德面上對自然、人類與社會具有正面影響的經營之道，本準則訂定之目的係為協助群聯在企業經營過程中實踐良好的企業公民與社會責任。

This Code of Business Conduct and Ethics (the “**Code**”) sets forth the standards that must guide the actions of all employees, managerial personnel and directors (collectively “**PHISON Member**”) of PHISON Electronics Corporation, and its subsidiaries (collectively “**PHISON**”, “**We**”, “**Us**” or “**Our**”). At PHISON, we are committed in searching for a way that the effects on nature, people and society are all ecologically and ethically acceptable. The purpose of this Code is to help PHISON practice good corporate citizenship and social responsibility wherever we operate and do our business.

我們必須努力促進營造誠實和當責的文化。我們對於遵循最高道德標準的承諾應體現在所有群聯的商業活動中，包括但不限於與員工、客戶、供應商、競爭者、政府和公眾（包含股東）的關係。本準則規範之行為標準適用於廣泛的商業行為，其雖無法完全涵蓋商業活動中可能引起疑慮或涉及道德判斷的各種情狀，但仍應是群聯成員商業行為與道德之最高指導方針。所有群聯成員必須遵循本準則的規範及精神，避免出現不當行為。基於善意卻違反法律或本準則的行為，仍可能會對群聯或他人造成負面影響。

We must strive to foster a culture of honesty and accountability. Our commitment to the highest level of ethical conduct should be reflected in all of PHISON’s business activities including, but not limited to, relationships with employees, customers, suppliers, competitors, the government and the public, including our shareholders. While covering a wide range of business practices and procedures, these standards cannot and do not cover every issue that may arise, or every situation where ethical decisions must be made, but rather set forth key guiding principles of business conduct and ethics of PHISON Members. All of us must conduct ourselves according to the language and spirit of this Code and seek to avoid even the appearance of improper behavior. Even well intentioned actions that violate the law or this Code may result in negative consequences for PHISON or for the individuals involved.

本準則之訂定參考臺灣證券交易所（以下簡稱「臺灣證交所」）公布之上市上櫃公司訂定道德行為準則參考範例之規定，以及責任商業聯盟之行為準則（Responsible Business Alliance Code of Conduct，以下簡稱「責任商業行為準則」）、OECD多國企業指導綱領(the OECD Guidelines for Multinational Enterprises)等國際規範之精神，規範內容涉及商業道德、環境、公司治理體系勞工、安全與衛生、與社會參與等面向。

This Code involves areas of commercial ethics, environment, corporate governance system, labor, health and safety and social participation, and references The Taiwan Stock Exchange (“**TWSE**”) Guidelines for the Adoption of Codes of Ethical Conduct for TWSE/ TPEX Listed Companies, as well as the spirit of Responsible Business Alliance (“**RBA**”) Code of Conduct and the OECD Guidelines for Multinational Enterprises.

群聯最寶貴的資產之一就是我們誠信、專業與公平之信譽。群聯成員應理解到我們的行動就是我們的信譽基礎，遵守本準則和相關適用法律是責無旁貸的。One of PHISON’s most valuable assets is our reputation for integrity, professionalism and fairness. We should all recognize that our actions are the foundation of our reputation, and that adhering to this Code and applicable laws is imperative.

一、商業道德

I. COMMERCIAL ETHICS

群聯承諾遵守所有中華民國及其他適用的國家和國際法律，以及營運地普遍接受的道德守則，群聯成員有責任以誠實和道德的方式行事並維護群聯的最佳利益。

PHISON is committed to complying with all applicable R.O.C and international laws as well as ethical codes and commonly accepted practices in the countries in which we operate. Every PHISON Member has an obligation to conduct himself or herself in an honest and ethical manner and act in the best interest of PHISON.

群聯承諾維護最高的道德標準以善盡社會責任並追求商業上的成功，包括：PHISON is committed to upholding the highest standards of ethics to meet social responsibilities and achieve success in the marketplace, including:

(一) 防止利益衝突

(1) Avoidance of Conflicts of Interest

群聯成員應盡力避免自己與群聯的利益存在可能或實際的衝突。利益衝突可能發生於私人利益以任何形式影響群聯利益或對群聯利益可能造成影響之情形，或是群聯成員（或其家庭成員）因其在群聯的職位收受不當的利益。利益衝突的發生可能導致群聯成員難以客觀有效的執行工作。群聯成員一旦知悉有利益衝突之情形應即自行迴避，並應在從事可能構成利益衝突之業務或活動之前，依公司內部規範及程序向主管報告詳情。

PHISON Members should endeavor to avoid situations that present a potential or actual conflict between their interest and the interest of PHISON. A “conflict of interest” might occur when a person’s private interest interferes in any way, or even appears to interfere, with the interest of PHISON, or when an PHISON Member (or his or her family members) receives improper personal benefits as a result of his or her position in PHISON. A conflict of interest may make it difficult for PHISON Members to perform his or her work objectively and effectively. PHISON Members shall recuse himself or herself as soon as he/she is aware of the conflicts of interest, and must fully disclose such conflict of interest to his or her manager prior to engaging in any business or related activity that may lead to a conflict of interest according to the Phison internal policies and procedures .

本準則無法規範每一種利益衝突可能發生的情狀，以下列舉可能構成利益衝突之範例：

Although it would not be possible to describe every situation in which a conflict of interest may arise, the following are examples of situations that may constitute a conflict of interest:

- 同時受聘於群聯的競爭者、客戶或供應商，或以各種形式為其工作。
- Working, in any capacity, for a competitor, customer or supplier while employed by PHISON.
- 因為在群聯的職位自群聯之競爭者、客戶或供應商收受不適當價值的饋贈、個人折扣（如果這種折扣並非普遍提供給一般人）、招待或其他利益。
- Accepting gifts of more than modest value, personal discounts (if such discounts are not generally offered to the public), entertainment or other benefits from a competitor, customer or supplier as a result of a position in PHISON.
- 從事與群聯競爭之財產、產品、服務或其他利益之交易。
- Competing with PHISON for the purchase or sale of property, products, services or other interests.
- 從與群聯、競爭者、客戶或供應商之交易中獲取個人利益(不包含作為群聯成員的正當利益，亦不包含對上市上櫃公司之例行性投資)。
- Having an interest in a transaction involving PHISON, a competitor, customer or supplier (other than legitimate interests as an PHISON Member and not including routine investments in publicly traded companies).
- 因為在群聯的職位獲取個人之借貸或擔保。
- Receiving a loan or guarantee of an obligation as a result of a position in PHISON.
- 與親戚朋友所擁有、經營或雇用親戚朋友之供應商建立業務關係。
- Directing business to a supplier owned or managed by, or which employs, a relative or friend.

(二) 反貪腐

(2) Anti-Corruption

群聯秉持誠信與公正原則實踐商業行為，並遵守各國反貪腐相關法令。群聯成員不得直接或間接向客戶、供應商、公職人員、外國官員或其他利害關係人提供、要求、收受或承諾不正當利益，或有任何貪腐、賄賂、敲詐或挪用公款行為。在接受因職務而產生之餽贈或招待時，應以符合一般商業禮節和常規為原則，不應接受超過名目之金額或價值不對等的餽贈或招待。

PHISON adheres to utmost integrity and impartiality in our business practices and we comply with relevant anti-corruption laws and regulations of all countries. PHISON Members are prohibited from any conduct of bribery, corruption, extortion or embezzlement, or directly or indirectly providing, requesting, accepting or promising illegitimate interests from or to customers, suppliers, public officials and foreign officials. PHISON Members shall conform to the general practice of common business

decorum when accepting any type of business reception or arranging any activities, and avoid accepting any gift of more than nominal value or entertainment unconnected with a business purpose or having excessive value.

美國反海外腐敗法（Foreign Corrupt Practices Act，FCPA）針對反貪腐有特別規定，禁止為取得或保留業務或取得不當利益之目的向任何外國官員包含政府或官方國際機構之官員或員工，或任何外國政治候選人、政黨或政黨官員提供、授權、贈與或承諾任何有價事物。群聯成員應確實了解並遵守其規範。

The U.S. Foreign Corrupt Practices Act (“FCPA”) sets up special principles of anticorruption, which prohibits offering, authorizing, giving, or promising anything of value to a foreign official including any official or employee of a foreign government or public international organization, or any foreign political candidate, political party or party official, for the purpose of obtaining or retaining business or to secure an improper advantage. PHISON Members shall know and comply with the provisions of FCPA.

涉入任何可能有貪腐疑慮的活動之前，群聯成員應向主管報告並確認無違反本準則之情事。我們應共同避免任何可能對群聯信譽造成負面影響或對群聯產生不當觀感的商業決定。

Prior to engaging in any activity that may lead to any concerns about corruption, PHISON Members shall report to his or her manager and confirm that there is no violation of the Code. We shall collectively avoid making any business decisions what would cause negative consequences to PHISON’s reputation or create the appearance of impropriety.

(三) 維護公司資產並避免貪圖私利

(3) Safeguarding Company Assets and Minimizing Incentives to Pursue Personal Gain

群聯成員應盡力追求群聯所能正當合理獲取的最大利益，在使用公司資產時，應確保其有效合法地使用在公司業務用途上。群聯成員不得因侵占、偷竊、疏於維護或浪費公司資產而直接或間接影響群聯之獲利能力，同時亦應避免下列行為：

PHISON Members shall use best efforts to maximize the reasonable and proper benefits that can be obtained by PHISON. When using company assets, we shall ensure that they can be effectively and lawfully used for official business purposes, and shall avoid any theft, negligence in care, or waste of the company assets which will impact PHISON’s profitability directly or indirectly. PHISON Members shall avoid engaging in any of the following activities:

- 透過使用公司資產、資訊或藉由職務之便而有圖利自己或他人之機會。
- Seeking an opportunity to pursue any gain of oneself or others by using company assets or information or taking advantage of their positions.
- 透過使用公司資產、資訊或藉由職務之便獲取自己或他人之私利。
- Obtaining any gain of oneself or others by using company assets or information or taking advantage of their positions.

- 與群聯競爭。
- Competing with PHISON.

(四) 禁止內線交易

(4) Avoidance of Insider Trading

群聯成員應遵守證券交易法及群聯防範內線交易管理作業程序之規定，不得洩漏或利用可能影響投資人買賣公司股票之未公開重大資訊從事內線交易，例如尚未宣佈的合併與收購、尚未宣佈的產品策略、行銷計畫及契約等，亦不得與任何其他人士分享該資訊。

PHISON Members shall strictly abide by the Securities and Exchange Act and PHISON Administrative and Practice Procedures to Prevent Insider Trading, and shall not disclose or use any information which is not readily available to the public that an investor would consider important in deciding whether to buy or sell a company's stock, such as unannounced mergers and acquisitions, unannounced product strategies, marketing plans and contracts, and shall not share such information with anyone.

(五) 公平競爭

(5) Fair Competition and Antitrust

群聯肯定公平競爭與反托拉斯之精神，並致力於維護交易秩序以及保障客戶權益。群聯成員從事所有商業行為均應符合公平競爭之精神，並遵守公平交易法及群聯公平競爭暨反托拉斯法遵循政策之規定，不得透過不公平之交易方式獲取不當利益，或有違反反托拉斯法之行為。

We affirm the spirit of fair competition and antitrust and devote ourselves to maintaining trading order and protecting the interests of all customers. PHISON Members shall strictly comply with the spirit of fair competition and observe all relevant laws and regulations on Competition Law, as well as the Advanced Semiconductor Engineering Inc. Fair Competition and Antitrust Laws Compliance Policy. PHISON shall never gain illegal benefits by unfair means or violate antitrust laws.

(六) 反洗錢與反恐怖主義融資

(6) Anti-Money Laundering and Counter-Terrorism Financing

群聯成員不應隱匿非法交易收益或資助恐怖主義之資金，亦不得協助將非法交易收益或資助恐怖主義之資金轉換為看似合法的資金。

PHISON Members shall not hide any illegally-gained proceeds or terrorism financing, or support transforming the foregoing into ostensibly legitimate money or other assets.

(七) 禁止不當政治或慈善捐獻

(7) Improper Political or Charity Donations

群聯從事政治或慈善捐獻時，應符合相關法令規範，確保捐獻之合理性與合法性，避免造成變相行賄。相關的政治或慈善捐款，群聯將予以公開揭露。

Every PHISON political or charity donation shall be contributed in accordance with relevant laws and regulations to ensure its reasonableness and legitimacy and to avoid

surreptitiously engaging in bribery. PHISON's political or charity donations will be disclosed to the public

(八) 廉潔誠信

(8) Integrity and Honesty

群聯最寶貴的資產即是廉潔、專業與公正的信譽。群聯成員應秉持廉潔誠信原則履行其工作職責。

One of PHISON's most valuable assets is our reputation for integrity, professionalism and fairness. PHISON Members should fulfill their work responsibilities with honesty and integrity.

(九) 保護智慧財產權

(9) Intellectual Property Protection

群聯遵守所有智慧財產權法規，並尊重他人的合法智慧財產權。群聯成員於任職期間創造出與群聯業務相關的發明與構想皆屬群聯的專有財產，應按照相關法律予以保護，所有技術、營業秘密或專有知識的移轉皆須以妥善保護其智慧財產權的方式為之。

PHISON complies with all applicable intellectual property laws and regulations, and respects legitimate intellectual property of third parties. Any inventions and ideas related to the business of PHISON and created by an PHISON Member during his or her employment shall be PHISON's proprietary property and protected under applicable laws, and transfer of technology, trade secret or know-how is to be done in a manner that well protects intellectual property right incurred therefrom.

(十) 遵守保密責任

(10) Compliance of Confidentiality

本準則所稱之「機密資訊」包括所有一旦揭露可能有利於競爭者且有損害群聯及其客戶或供應商之虞之非公開資訊，不僅包括實體的文件、設備、廠房，亦包含技術、營業秘密、專有知識等無形資產。除應遵照法規要求或經主管同意進行揭露外，群聯成員應保護自群聯、客戶或供應商取得之機密資訊，不得為個人或第三人之利益而揭露或利用之。

For the purposes of this Code, “**Confidential Information**” means all non-public information that could be useful to competitors or harmful to PHISON, its customers or its suppliers if disclosed, which includes not only tangible documents, equipment and facilities, but also technology, trade secret, know-how or other intangible assets. PHISON Members must maintain the confidentiality of Confidential Information they obtain from or through PHISON, its customers or suppliers, and refrain from disclosing or using Confidential Information for personal or third party interest, except where disclosure is mandated by applicable laws, rules or regulations or authorized by PHISON's executive officers.

(十一) 保護個人資料

(11) Protection of Personal Information

群聯應遵循個人資料保護法及當地法規以保護員工、客戶和供應商的個人資料。我們將妥善管理及使用個人資料，並在蒐集、處理、儲存、取用或傳輸個人資料時注重隱私之保護。

PHISON follows the Personal Information Protection Act and local laws and regulations to protect the personal information of its employees, customers and suppliers. We will manage and use personal information properly, as well as carefully emphasize privacy security in the collection, processing, storage, usage and transmission of personal information.

二、資訊揭露

II. QUALITY OF PUBLIC DISCLOSURES

依法對外揭露公司資訊時，我們應盡力確保資訊之完整、正確和即時性。負責群聯財務報表之成員應遵守公司內部會計原則，並符合應適用之會計準則與相關法令。提交給政府機關或監管單位（包含中華民國金融監督管理委員會、財團法人櫃檯買賣中心）、群聯的會計師或其他專業顧問之資訊，內容不得有虛偽或隱匿之情事。群聯成員亦禁止故意：

We must endeavor to ensure that information is presented in a full, accurate and timely manner when we disclose company information required by laws. Individuals involved in the preparation of PHISON's financial statements must prepare those statements in accordance with our internal accounting principles, which comply with generally accepted accounting principles in the R.O.C., other applicable accounting standards and rules and applicable laws and regulations. For documents that PHISON files with or submits to any governmental or regulatory entity (including the R.O.C. Securities and Futures Bureau, Taipei Exchange), PHISON's accountants or other professional advisers shall contain no misrepresentations or nondisclosures. PHISON Members are prohibited from knowingly:

- 提供或使他人提供有重大誤導、不完整或不真實之陳述予群聯的會計師或其他專業顧問。
- Making or causing others to make a materially misleading, incomplete or false statement to PHISON's accountants or other professional advisers.
- 直接或間接採取足以導致群聯財務報表、向政府或管理機關申報或提交之資料或其他公開資訊產生誤導之行為導之行為。
- Directly or indirectly taking action that could reasonably result in rendering PHISON's financial statements, filings with or submissions to any governmental or regulatory authority, or other public communications misleading.

三、環境

III. ENVIRONMENT

群聯以「零」為目標，零廢棄物與零污染為終極里程。群聯將全心保護地球環境，減少對週遭社區造成不良影響，並保障公眾的健康和安全。在環境保護業務執行上，除了符合當地相關法規外，群聯將遵守責任商業行為準則之標準，於各廠建立環境管理系統，配合最佳控制技術及污染防制設備，以確保日常營運與處置物質資源的主動作為，以有效降低對環境的衝擊。

PHISON has a final goal for “**Zero**”, that is, zero waste and zero pollution as the ultimate goal. PHISON will fully protect the Earth's environment, reduce the negative impact on the surrounding communities and ensure public health and safety. For the implementation of environmental protection, in addition to compliance with local laws and relevant regulations, PHISON will also comply with the standards set forth in the RBA Code of Conduct, establish environmental management systems in each plant, and, using the best control technology and pollution control, actively ensure the normal operation and disposal of material resources so as to effectively reduce their impact on the environment.

具體來說，群聯承諾如下：

Specifically, PHISON's commitments to environmental protection include the following:

- 降低電力耗用。
- Reduction of power consumption.
- 溫室氣體減量。
- Reduction of greenhouse gas.

群聯承諾以以下方式減低對環境的衝擊影響：

PHISON is committed to reducing environmental impact through the following:

- 周邊噪音控制：我們極為重視廠區與鄰近區域居民共存，於周遭廠區我們更落實噪音監測管控。
- **Noise Control:** We attach great importance to coexistence between the plant and the neighborhood and residents, and we implement noise monitoring and control in our plants.
- 廢棄物管理：我們藉製程減廢並積極找尋可回收項目以達成「資源最大利用率」之目標。
- **Waste Management:** We aim to “**maximize utilization of resources**” by reducing processed waste and actively seeking recyclable projects.

四、勞工

IV. LABOR

我們導入社會責任管理制度與相關社會責任政策，提供符合社會責任規範及保護員工權益的制度，以營造一個安全舒適的工作環境。

We have introduced the social responsibility management system as well as related

social responsibility policies, and provided a socially responsible regulation and protection system for employee benefits, so as to create a safe and comfortable working environment.

具體來說，群聯承諾將遵守當地法規及責任商業行為準則之勞工人權標準，包括：

Specifically, PHISON is committed to complying with local laws and standards set forth in the RBA Code of Conduct:

- 注重人權：我們禁止任何苛刻和不人道地對待，包括任何形式的騷擾、性侵犯、體罰、精神或身體壓迫或口頭辱罵，且將制定明確的紀律規範及程序，並向員工宣達。
- **Respect Human Rights:** We prohibit any harsh and inhumane treatment, including any harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse, and we will clearly define disciplinary policies and procedures and communicate them to employees.
- 支持多元與公平機會：我們承諾於招募、僱用、獎勵、升遷及提供其他就業條件時，不因國籍、種族、膚色、宗教、性別、年齡或其他法律所保護的特徵而對員工產生歧視。
- **Uphold Diversity and Equal Opportunity:** We are committed to recruiting, hiring, reward, promoting and providing other conditions of employment without discrimination based on national origin, race, color, religion, gender, age or other characteristic protected under the law.
- 職業選擇之自由：我們確保所有工作均為自願性，員工擁有隨時自由離職或終止僱傭關係的權利。我們不使用被強逼、抵債或契約束縛之勞工、剝削或非自願之監獄工人以及被奴役販賣之人。
- **Freely Chosen Employment:** We ensure that all work is voluntary and workers are free to leave work or terminate employment at any time. Forced, bonded (including debt bondage) or indentured labor, exploitative or involuntary prison labor, slavery or trafficking of persons shall not be used.
- 薪資與福利：群聯重視員工權益，提供具有競爭力的薪酬與福利。
- **Wages and Benefits:** PHISON takes employee benefits seriously, and provides competitive salaries and welfare programs.
- 不雇用童工：群聯不聘用未滿16歲、低於我們營運所在國家要求應完成義務教育之年齡或最低就業年齡要求之兒童，並以前揭年齡最大者為準。
- **Not to Hire Child Labor:** PHISON will not hire any child who is under the age of 16, or under the age for completing compulsory education, or under the minimum age for employment in the countries where PHISON's operations exist, whichever is greatest.
- 職涯發展與教育訓練：群聯建置完善教育資源與訓練以滿足員工學習之需求。
- **Career Development and Training:** PHISON uses fully educational resources and training to meet the learning needs from employees.

- 結社自由：群聯尊重員工依當地法律自由結社並選擇參加或不參加工會之權利。員工應得在沒有恐懼、報復、威脅或騷擾的情況下，與管理階層就工作條件進行溝通。
- **Freedom of Association:** PHISON shall respect the rights of employees to associate freely and decide to join or not join labor unions in accordance with local laws. Employees shall be able to communicate with the management team for working conditions without fear, reprisal, intimidation or harassment.
- 其他人權保障措施：為保障人權，群聯及其供應商應避免使用列於美國證券交易委員會「使用衝突礦產揭露要求」上之衝突礦產。對這些礦產的採購和產銷監管鏈我們將進行嚴格的審核。
- **Other Measures to Protect Human Rights:** To protect human rights, PHISON and its suppliers shall avoid using conflict minerals which are listed in SEC rules of “**Requirement of report regarding disclosure of registrant's supply chain information regarding conflict minerals**”. We will conduct rigorous review on the purchase of those minerals and the chain of custody.

五、安全與健康

V. SAFETY AND HEALTH

作為群聯文化的一部分，提供員工「零風險」之環境為群聯的最終目標。我們承諾依當地職場安全健康法規及責任商業行為準則之標準，提供員工一個符合安全、舒適且健康的工作環境。群聯承諾建立並長期維護安全健康管理系統，以確保安全健康之管理與作業程序之控制，並監督、執行及持續改善安全與健康之表現。

As part of PHISON's culture, creating a “**risk free**” environment for employees is the ultimate goal of PHISON. We are committed to providing employees with a safe, comfortable and healthy working environment which is in compliance with the applicable workplace safety and health laws and regulations and standards set forth in the RBA Code of Conduct. PHISON promises to establish and maintain a long-term safety and health management system to ensure safety and health management and control of operational procedures, and to monitor, implement and continuously improve safety and health performance.

群聯將以下列措施提升安全與健康並減少傷害與疾病：

PHISON will take the following measures to enhance safety and health and reduce injuries and diseases:

- 廠區安全與健康管理、預防及預警機制強化：以群聯安全與健康管理為基礎進行系統設計，並結合擴大的指揮官運作體系，以建構更有效的群聯廠區安全與健康管理機制，同時落實預防措施與預警機制。
- **Enhancement of Industry Plants Safety and Health Management, Prevention and Early Warning Mechanisms:** We designed the system based on PHISON's safety and health management and combined it with extended operational commanders, in order to construct a more effective PHISON plant safety and health management system and to implement preventive measures and early warning.

- 緊急應變：群聯在安全方面以預防、預警及應變機制為基礎進行系統設計，以強化災害事故及異常事件的安全防護，並依據各種災害事故之類型、危害程度及危險性來建立各種應變措施與程序。
- **Emergency Preparedness:** In terms of security, PHISON designs the system based on prevention, early warning and response mechanisms to strengthen security protection in case of disaster incidents and abnormal events. We create a variety of contingency measures and procedures based on various types of disaster incidents and their degree of harm and danger.
- 機器維修與防護：對於員工所操作的機器應適時並妥善的檢查及維修，避免造成任何傷害。
- **Machine Maintenance and Protection:** As to the machines operated by the employees, they should be timely and properly inspected and maintained to avoid any harm to employees.
- 提供員工健全的健康診斷與醫療照顧：訂立相關程序和體系來管理、追蹤和報告員工職業傷害與疾病。
- **Provide Employees with the Best Health Diagnosis and Medical Care:** Procedures and systems are to be in place to manage, track and report occupational incidents and illnesses.
- 職場健康促進改善活動計劃：群聯以預防醫學為架構持續推動職場健康促進改善計劃。
- **Workplace Health Promotion and Improvement Programs and Activities:** PHISON shall continuously push for workplace health promotion and improvement programs based on the framework of preventive medicine.
- 衛生與員工餐廳：群聯為員工提供乾淨的衛生設施、乾淨的飲用水、清潔的食物。
- **Sanitation and Employee Canteen:** PHISON shall provide employees with clean sanitation, clean water, and clean food.

六、法規遵循以及公司治理

VI. COMPLIANCE WITH LAWS, RULES AND REGULATIONS AND CORPORATE GOVERNANCE

我們堅定地承諾將秉持誠實及正直的精神從事商業行為並遵守一切應適用之法規。群聯成員不得以任何理由從事不合法或不道德的行為或指示他人為之。為使企業永續發展與提昇企業價值，群聯將在有效的公司治理架構以持續保持營運上的彈性，公司治理架構應能明確劃定與強化經營管理職能，並確保群聯可以達成客戶、股東及其他利害關係人的期望。

We are strongly committed to conducting our business affairs with honesty and integrity and complying with all applicable laws, rules and regulations. No PHISON Members shall commit an illegal or unethical act, or instruct others to do so, for any reason. In order to seek corporate sustainability growth and enhance corporate value, PHISON constantly maintains operational elasticity. These efforts are all derived from an effective corporate governance structure which clearly defines and enhances

management capabilities, and also ensures that PHISON can meet expectations of customers, shareholders and other stakeholder.

具體來說，群聯在法規遵循與公司治理面向的承諾包含：

Specifically, PHISON's commitments on compliance with laws and an effective corporate governance system include:

- 營運風險管控：藉由有效的營運管理和精密的風險與危機管控，群聯依據每項風險及其重要性級別實施適當的計畫和實質控制。
- **Operation Risk Control and Management:** Using effective operational management and sophisticated risk control and crisis management, PHISON will implement appropriate programs and physical controls according to every risk and its importance level.
- 法律和客戶要求：定期實施法規鑑別並掌握應適用的法律以及客戶要求。
- **Legal and Customer Requirements:** Regularly identifying and understanding the applicable laws, including customer requirements.
- 溝通與議題管理：我們注重與利害關係人之溝通，並主動傳達重要議題之實踐情形，持續提升利害關係人間之溝通與合作機制。
- **Communication and Issue Management:** We focus on communication with stakeholders and proactively communicate implementation of key issues, in order to continue to enhance communication and cooperation mechanisms between PHISON and stakeholders.
- 法規遵循：群聯成員之行為應符合國際相關規範之要求，並遵守當地相關法規，包含公司法、證券交易法、公平交易法、商業會計法、政治獻金法、貪污治罪條例、政府採購法、個人資料保護法以及相關環境法令等。
- **Compliance with Laws, Rules and Regulations:** All PHISON members shall comply with related international rules and applicable laws and regulations in the countries and regions where PHISON operates, including the Corporate Act, Securities and Exchange Act, Business Entity Accounting Act, Political Donations Act, Anti-Corruption Act, Government Procurement Act, Personal Information Protection Act, related environmental protection laws and regulations.

如果您相信有任何行為可能違反應適用之法律、命令或規定，或您對應適用之法律、命令或規定有任何疑問，請與您的主管或法務部門聯繫。

If you believe that any practice may give rise to noncompliance with any applicable laws, rules or regulations, or, if you otherwise have questions regarding any laws, rules or regulations, please contact your manager or the Legal Department.

七、社會參與

VII. SOCIAL PARTICIPATION

群聯充分知悉作為企業公民的社會責任，為善盡企業社會責任，對於群聯所營運的區域，我們承諾：

PHISON fully acknowledges the social responsibility of being a corporate citizen. For the regions where PHISON operates, we promise as follows to fulfill corporate social responsibility:

- 保持社區參與及回饋，並提升就業能力。
- To maintain community involvement and feedback, and improve employability.

- 盡力維護當地的環境生態。
- To endeavor to maintain the local environmental ecology.

- 協助社區發展及福利。
- To assist community development and welfare.

- 透過NGO加強對區域的貢獻。
- To strengthen our contributions to the region through NGOs.

- 鼓勵員工參與社區活動並主動辦理社區活動。
- To encourage our employees to participate in community activities and take the initiative in arranging community activities.

群聯希望發揮在供應鏈的影響力，引領並監督群聯之供應商、承包商、服務提供商和分包商符合本準則之規範。我們要求供應商遵守責任商業行為準則、群聯供應商行為準則及當地法規，共同實踐社會企業責任之要求。

PHISON hopes to exert our influence over the supply chain, in order to lead and supervise PHISON's suppliers, contractors, service providers and subcontractors to comply with this Code. We request suppliers to comply with the RBA Code of Conduct, PHISON Supplier Code of Conduct and applicable laws and regulations, in order to jointly fulfill corporate social responsibility requirements.

八、遵循本準則

VIII. COMPLIANCE WITH THE CODE

所有群聯成員均應理解並恪遵本準則，本準則對每一個群聯成員皆同等適用。群聯將嚴格執行本準則，群聯成員遵守本準則之承諾與實際執行情況，將納為績效考核之一環，據以核定其薪酬。

All PHISON Members shall understand and comply with all provisions of this Code, and this Code shall be applied equally to every PHISON Members. PHISON will enforce this Code rigorously. The commitment and performance of PHISON Members related to compliance with this Code will be integrated into the performance appraisal system, and linked to the determination of his or her remuneration and compensation.

本公司企業永續經營管理委員會負有執行本準則之主要職權與責任，如為有關會計、內部控制或審計事項，則由董事會審計委員會監督。企業永續經營管

理委員會應成立任務小組建立相關合理必要的程序，以創造當責的文化並落實本準則之遵循。有關本準則之任何疑問，可透過人資部門、法務部門或商業行為與道德遵循專線 whistlebower@phison.com; 886-37-586-896轉11000 或其他最新公布之管道提出。群聯之子公司應建立各自之諮詢管道。

Corporate Sustainability Committee has primary authority and responsibility for the enforcement of this Code. In the Phison of accounting, internal accounting controls or auditing matters, subject to the supervision of the Audit Committee of the Board of Directors. Corporate Sustainability Committee shall set taskforces to establish such procedures as may be reasonably necessary to create a culture of accountability and to facilitate compliance with this Code. If you have questions concerning this Code, you can contact Human Resource Department, contact Legal Department, direct your questions via the Code of Conduct compliance hotline whistlebower@phison.com; 886-37-586-896#11000 or other channel which is further announced. Each of PHISON's subsidiaries shall establish its channels for consultation.

九、舉報與程序

IX. REPORTING AND PROCEDURES

(一) 舉報

(1) Reporting

為發現、防止及避免任何不道德或違反本準則之行為，群聯鼓勵群聯成員及第三人對於任何可能涉及違反本準則之行為進行舉報。如發現任何違反、疑似違反或可能導致違反本準則之情事，可透過商業行為與道德遵循舉報系統或其他最新公布之管道提供相關資料進行舉報。群聯之子公司應建立各自之舉報管道。

To discover, prevent and avoid any unethical behaviors and violations to this Code, PHISON encourages PHISON Members and any third party to collect relevant material and use Code of Conduct Compliance Reporting System or other channel which is further announced to report any violation, suspected violation or any conduct that could result in a violation of the Code. Each of PHISON's subsidiaries shall establish its channels for reporting.

(二) 程序

(2) Procedures

群聯對於任何違反本準則之行為採取零容忍之政策。群聯將徹底調查任何經善意舉報的違反行為並即時處理。群聯成員必須配合內部不當與不道德行為之調查程序。

PHISON adopts a zero-tolerance policy to any violation of this Code. PHISON will thoroughly investigate any good faith reports of violations, and any violation will be dealt with immediately. PHISON Members are required to cooperate in internal investigations of misconduct and unethical behavior.

倘經調查後發現群聯成員確有不遵守本準則之情事，包括負有監管職責之人不報告錯誤行為等，群聯成員應立即依群聯之指示進行改善，群聯並將依照勞動契約、公司內部紀律規範及程序進行懲戒，包括解雇處分，群聯亦將依應適用之法規對之進行求償。同時，違反人員之職稱、姓名、違反日期、違反內容

及處理情形等資訊將即時揭露於公司內部網站，但揭露應以不違反相關法令為原則。群聯董事或經理人如有違反本準則之情事且情節重大者，應即時於公開資訊觀測站揭露違反者之違反日期、違反事由、違反準則及處理情形等資訊，並移請董事會議處。

After investigation, individuals who are found to be in noncompliance with this Code, including those who act in a supervisory capacity but fail to report wrongdoing, shall correct such violation in accordance with PHISON's instructions. PHISON may, according to employment contract, internal disciplinary policies and procedures, impose disciplinary actions on such violator, including the possibility of dismissal. PHISON shall have the right to claim indemnification against such violator pursuant to applicable laws and regulations. Meanwhile, the title and name of such violator, and date, content and status of the violation, will be promptly disclosed on our internal website. The disclosure shall comply with relevant laws and regulations. In the event of material violation of this Code caused by director or managerial personnel ("Violator"), Phison will disclose the title and name of such Violator r, and date, content and status of the violation on Market Observation Post System and the Violator will be punished by the board of directors.

群聯成員如有違反本準則之行為時，得依公司內部規範及程序請求調查及申訴。In the event of any violation of this code caused by Phison Members, Phison Members may request investigations and appeal according to Phison internal policies and procedures.

(三) 禁止報復

(3) No Retaliation

我們不容忍對違反本準則行為之善意舉報或抱怨採取任何報復之行為。所有群聯成員對於此類議題或疑慮能開放溝通且無須擔心懲罰或報復，將是有效實施本準則的重要條件。對於舉報違反本準則行為之檢舉人與檢舉內容，群聯將給予保密與保護，避免其遭受不公平的報復或對待。對於舉發屬實之檢舉人，群聯將給予適當之獎勵。

We will not tolerate any kind of retaliation for reports or complaints regarding violation of the Code that were made in good faith. Open communication of issues and concerns by all PHISON Members without fear of retribution or retaliation is vital to the successful implementation of this Code. PHISON will keep confidential the identity of the person reporting violation of this Code, and protect him/her from any unfair retaliation or treatment. Once one report is found to be factual, suitable rewards will be given to the reporter.