



---

# Jiangsu Hengrui Pharmaceuticals Co., Ltd.

## Anti-bribery and Anti-corruption Policy

### 1. Purpose

This Policy aims to ensure that Jiangsu Hengrui Pharmaceuticals Co., Ltd. (hereafter “Hengrui Pharma”, “the Company” or “We”) complies with all the applicable laws and regulations in the jurisdiction where it operates, and conducts business activities with integrity and fairness to prevent dishonest practices.

### 2. Scope

This Policy applies to the Company’s and its subsidiaries’ full-time, part-time, and outsourcing employees, as well as its business partners.

### 3. Governance of Anti-bribery and Anti-corruption

The Strategy Committee, under the Board of Directors, is in charge of examining, overseeing and taking responsibility for the relevant anti-bribery and anti-corruption matters involved in this Policy. The Strategy Committee consists of six directors, including one independent director: Mr. Sun Piaoyang, Ms. Jiang Sumei, Mr. Zhang Lianshan, Mr. Dai Hongbin, Ms. Guo Congzhao, and Mr. Dong Jiahong (independent director).

On behalf of the Board of Directors, the above directors supervise the Company's business ethics matters, such as bribery and corruption, in compliance with national laws and regulations and the Company's rules and regulations.

### 4. Regular Audit

The Company conducts an internal business ethics audit every three years, which covers all business, including but not limited to R&D, production, sales and other business processes.

### 5. Anti-bribery and Anti-corruption

In the process of operation, the Company and its subsidiaries are dedicated to a clean business environment, and promise to offer and receive gifts, entertainment services, and charitable donations in an appropriate and transparent manner, and to avoid any form of corruption and bribery. We prohibit our employees (including but not limited to full-time, part-time, and outsourcing employees), business partners, as well as other stakeholders from engaging in any form of corruption and bribery for the purpose of obtaining improper benefits, and encourage employees to report any actual or foreseeable corruption and bribery in the course of operation through internal compliance hotline and other channels.

Bribery and corruption include but are not limited to the following:

- An employee gives, requests, or accepts any gifts (excluding ceremonial business gifts),



---

cash, or other things of value or interests to/from customers, suppliers, governments and/or law enforcement agencies, or any other personnel involved in the Company's business activities, or acts as a third-party intermediary to engage in the above-mentioned behaviors.

- An employee, without the consent of the Company, provides loans or guarantees in the name of the Company to his/her superiors, subordinates, or any individuals or organizations that have business dealings with the Company, or accepts loans from these individuals or organizations, or accepts loans with their help.
- An employee entertains customers or business partners without the approval of the Company.
- An employee uses the advantage of his/her position or the influence of his/her authority to misappropriate or embezzle the Company's property.
- An employee harms the Company's interests by illegally transferring the Company's interests to other third parties or by obtaining undue benefits for third parties.
- An employee gives, requests, or accepts any gifts, cash, or other things of value or interests to/from his/her superiors, subordinates, or other personnel in managerial positions.
- A business partner gives or accepts a bribe or other illegal benefits, such as kickbacks to/from his/her business contracts or government officials.
- A business partner provides any type of gift or benefit that can be considered a bribe to the Company's employees, or exerts undue influence on business relationships through the provision of gifts or entertainment.
- Any other similar or related corruption and bribery behaviors.

## **6. Anti-conflict of Interest**

The Company's employees and business partners have the responsibilities and obligations to report in writing any forms of actual or foreseeable conflict of interest at work in time to the Compliance Management Office or its department head truthfully. Conflict of interest situations include but are not limited to the following:

- An employee has undeclared financial interests/transactions with any suppliers, service providers, or related personnel who have business dealings with the Company;
- An employee and his/her close family members (including in-laws) occupy positions or acquire personal and/or economic benefits or interests in/from any business activities of the Company's business partners;
- An employee hires service providers who worked or are working for the Company to work or provide services, goods, etc. for him/herself and/or his/her close family members;
- An employee provides favorable treatment to certain suppliers, service providers,



---

customers, job seekers, subordinates or superiors for personal reasons;

- An employee uses working hours and corporate resources (including human resources), information or position to do external work in the Company;
- An employee assists the Company's competitors and provides services/manufactures goods in private that compete with those of the Company;
- An employee works in a company or economic entity that has business dealings or competitive relationships with the Company.
- An employee involved in a close family relationship (including in-laws) has a direct supervisory relationship with his/her close family members or works in the same department.
- An employee involved in a close family relationship (including in-laws) engages in activities within the scope of business under his/her jurisdiction that may affect his/her ability to perform his/her duties impartially or jeopardize the Company's interests.
- Other similar or related conflicts of interest.

## **7. Anti-fraud**

Hengrui Pharma prohibits the theft of company resources or the use of false statements, dishonest or deceptive means to obtain benefits from or cause losses to others. Fraud includes but is not limited to following areas:

- Unauthorized use and/or disposal of equipment and other materials (both tangible and intangible assets);
- False expense claims;
- Falsification of financial or non-financial data and records;
- Provision of false records and data for personal or resale purposes;
- Improper financial benefits in the name of charitable donations and sponsorships;
- Theft of goods, money, services, etc.;



- Intentional fabrication of profits, revenues, operating expenses, personal data, etc.;
- Other similar or related fraudulent activities.

### **8. Anti-money Laundering**

The Company prohibits its employees from participating in money laundering, falsely reporting the amount of money, intentionally and illegally evading tax payment obligations, and financing terrorism or other illegal and criminal activities. Employees should make every effort to understand customers through legitimate background checks to avoid money laundering.

### **9. Prohibition of Insider Trading**

The Company prohibits its employees from revealing “material insider information” at work, including financial performance, potential mergers, acquisitions, divestitures, capital increases, capital market transactions, important licensing agreements and other partnerships, gains and losses of major contracts, clinical trial results, current litigation, and important information of customers. Employees should not disclose such nonpublic information to those who may conduct transactions based on the information, such as coworkers, relatives and friends. Employees should also remain vigilant about chain emails, which require recipients to forward them to multiple individuals, and conversations in trains, airplanes, restaurants, meetings, and public open spaces.

The Company prohibits its employees from using internal information for insider trading, or cooperating with others to manipulate the price of stocks and their derivatives. Employees are also prohibited from using such information for the benefits of him/herself, his/her family members, or other personnel.

### **10. Reporting Mechanism**

The Company encourages employees, business partners and other stakeholders to report corruption, bribery, fraud, conflict of interest and other potential violations found at work through the Compliance Email and Compliance Hotline. The Compliance Management Office will, in accordance with the relevant procedures, properly carry out investigations of the reports to assess whether the reported matter is indeed a violation of the internal regulations and/or code of conduct and issue an investigation report based on the findings of the investigation. For substantiated acts of bribery and corruption, severe punishments, such as demotion, duty removal, and dismissal, will be given to the personnel involved in accordance with the severity of the case.

#### **Reporting Channels:**

The Company encourages its employees to report existing or potential violations directly to the leadership or using the following channels:

- Compliance Management Office



- The top leadership of an employee's organization, department or business segment
- Email: [compliance.report@hengrui.com](mailto:compliance.report@hengrui.com)
- Tel: 0518—85108796

### **Whistleblower Protection Mechanism**

The Company will protect the identity and privacy of each whistleblower in accordance with laws and regulations. Without the consent of the whistleblower, his/her identity will not be revealed unless required by applicable laws and regulations, or by an order or directive issued by any court with a jurisdiction right over the Company.

The Company prohibits any misconducts such as harassment, discrimination, retaliation and harm towards a whistleblower. If such misconducts are found substantiated, the personnel will be given serious punishment such as dismissal.

If a whistleblower deliberately makes a false report due to ulterior motives or for personal gains, the Company reserves the right to take appropriate actions against the whistleblower and other relevant personnel. Disciplinary will be taken against internal employees in accordance with relevant internal regulations.

### **11. Business Ethics Signing/Verification of Responsibility Letter**

All the Company's employees and business partners are responsible for understanding and complying with this Policy, including but not limited to:

- The Company's business partners should develop, implement, use and maintain the management systems and policies associated with the content of this Policy and ensure that they comply with the principles set out in this Policy. This document may be reviewed by the Company upon mutual agreement.
- All the employees and business partners should actively support the Company's compliance audits.
- All the employees and business partners are required to verify compliance with this Anti-bribery and Anti-corruption Policy.

### **12. Business Ethics Training**

The Company is obliged to provide relevant training to all employees and business partners, and ensure that the training covers all employees (including but not limited to full-time, part-time, and outsourcing employees) and suppliers. For different groups of trainees, the Company provides various forms of training, including but not limited to online and offline compliance training and material promotion.

### **13. Availability and Revision**



---

This Policy is available to all the Company's employees. The Company reserves the right to revise, alter or repeal the Policy at any time for any reason. The Company will review this Policy regularly and revise it when necessary. When this Policy is updated, the Company will notify its employees in time. The latest version of the Policy will be available on the official website of the Company: <https://www.hengrui.com/> .