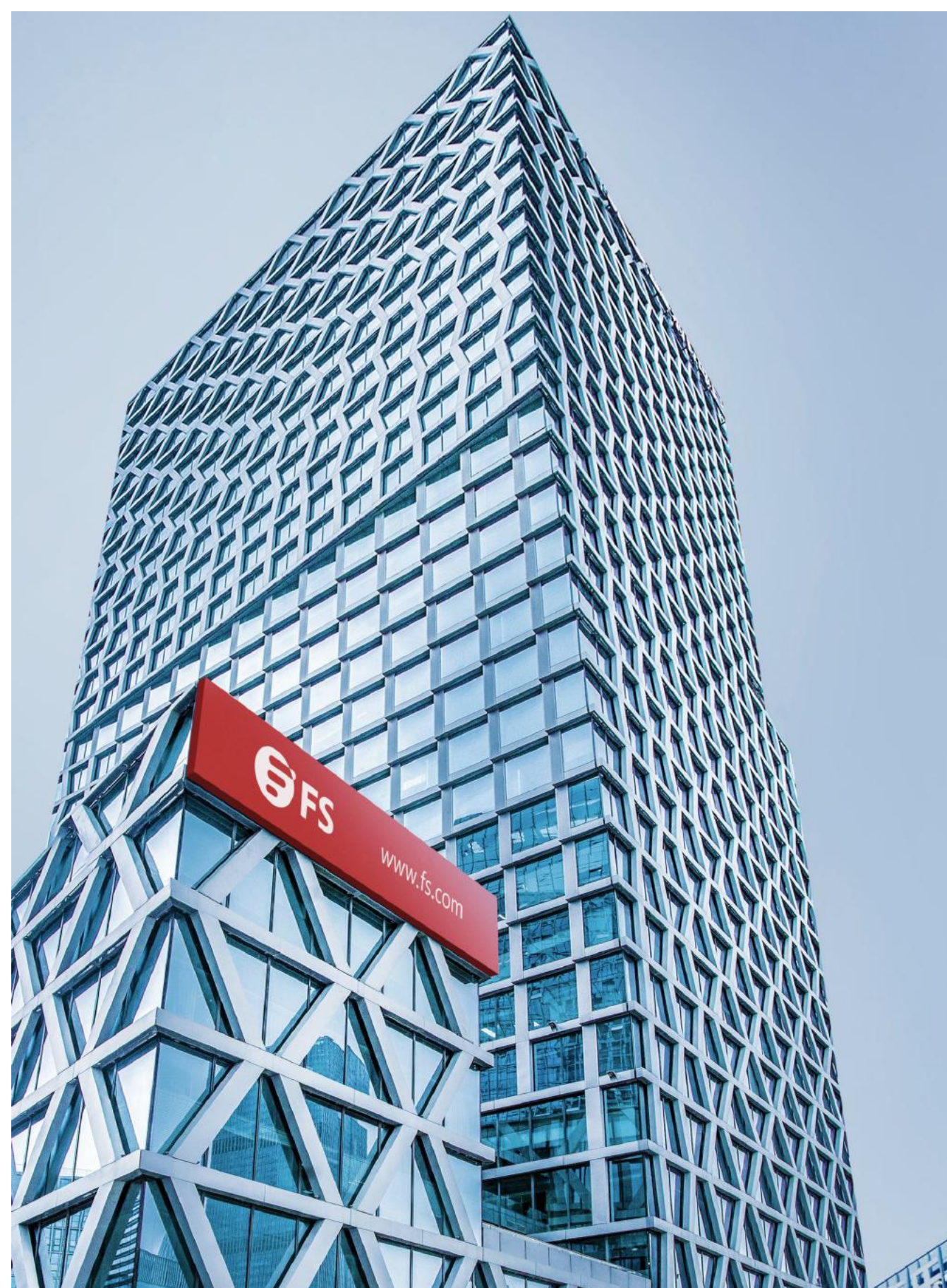




# Code of Business Conduct of FS



# CONTENT



- **Chapter I General Provisions**

Article 1 Scope of application ..... 1

- **Chapter II Fair Competition and Integrity**

Article 2 Anti-monopoly and fair competition ..... 2

Article 3 Compliance with trade regulations ..... 2

Article 4 Anti-bribery and kickbacks ..... 3

Article 5 Giveaways, gifts and entertainment ..... 4

Article 6 Information protection and confidentiality ..... 5

Article 7 Government-related acts ..... 6

- **Chapter III Respect for and Equal Treatment of Employees**

Article 8 Protection of equal rights of employees ..... 7

Article 9 Anti-discrimination and anti-harassment ..... 7

Article 10 Personal health and workplace safety ..... 7

- **Chapter IV Protection of FS's Interests**

Article 11 Prohibition of insider trading ..... 8

Article 12 Protection of FS's assets ..... 8

Article 13 Avoidance of conflicts of interest ..... 9

- **Chapter V Focus on Responsibility and Protection**

Article 14 Responsibility for reporting ..... 10

Article 15 Commitments on non-retaliation ..... 10

Article 16 Channels for whistle-blowing and feedback ..... 11

Article 17 Evaluation and audit ..... 11

- **Chapter VI Supplementary Provisions**

Article 18 Matters not covered in this Code ..... 12

# CHAPTER I

## General Provisions



### | Article 1 Scope of application

FS .COM limited (referred to as "FS" hereafter) adheres the laws and regulations of the countries and regions where FS conduct business. Compliance with legal requirements, maintaining honesty and integrity, adhering to anti-bribery laws, and upholding high standards of business conduct are fundamental principles governing FS's daily business. These principles are crucial for the company's long-term growth and success. In light of this, we have established this Code of Business Conduct for FS (hereinafter referred to as "this Code") to clearly outline the management practices and procedures that govern FS's commitment to integrity and compliance. This Code applies to all domestic and overseas entities under FS, including domestic and overseas branches, wholly-owned and controlled subsidiaries, as well as all employees.



# CHAPTER II

## Fair Competition and Integrity



### Article 2 Anti-monopoly and fair competition

FS advocates fair competition and adheres to all applicable competition laws and antitrust laws (anti-monopoly laws) in the regions or countries where FS conducts business. The company is committed to conducting its business in a fair, honest, and ethical manner. Competitive information is gathered from lawful sources, and FS refrains from participating in any improper business practices.

For instance, no department or individual may:

(I) Deliberately or negligently mislead or attempt to mislead a third party with the intention of gaining financial or other advantages or evading certain obligations, including distorting facts, purposefully concealing information, presenting false documents or information, or failing to proactively clarify knowingly false information.

(II) Deliberately colluding, conspiring or purposefully designing with a third party to influence someone's decision, such as colluding to raise prices, abusing market position, etc.

(III) Improperly impact the actions of another party by exerting pressure, which involves directly or indirectly causing harm to the other party's person or property, or using threats to compel the other party to undertake actions they would not otherwise do. This includes employing force, political influence, or other threatening methods.

### Article 3 Compliance with trade regulations

FS complies with the export control and customs regulations of the countries where it operates, and all products and goods imported and exported by FS comply with legal requirements related to duties, taxes, warrants and inspections, and all information provided to customs needs to be accurate and true.



## Article 4 Anti-bribery and kickbacks

Commercial bribery refers to the unfair competitive behavior of an operator who, for the purpose of excluding competitors and in order to gain trading opportunities, secretly gives property or other advantages to the relevant persons of the counterparty and other relevant persons who are able to influence the transaction. Rebate refers to the price returned by the seller to the buyer in a certain percentage from the payment made by the buyer for the goods.

(I) No employee or department shall engage in any form of kickback, bribe, reward, or advantage, or authorize such actions with the intention of influencing decisions related to FS's business or seeking personal benefits.

(II) No department or employee shall engage in direct or indirect bribery or offer promises or payments as bribes to government officials to obtain or retain business. Furthermore, all departments and employees of FS must strictly adhere to the anti-bribery laws and regulations of the jurisdictions where FS conducts its operations. Under no circumstances should any department or employee directly or indirectly offer, pay, give, or promise to provide anything of value to any government official through FS or its business partners.

(III) In the course of routine business interactions, no department or employee shall directly or indirectly offer or provide any valuable gifts to government officials of foreign countries with the intent to secure or maintain business, gain improper advantages, or influence their actions or decisions.



## Article 5 Giveaways, gifts and entertainment

As a general principle, FS strictly prohibits the offering or acceptance of gifts that could potentially influence the company's regular business operations and interests. However, if employees encounter situations where declining a gift is not feasible for various reasons, or if they receive normal business gifts, they must truthfully declare and register these gifts with the local management through mail.

**The company allows the offering or acceptance of certain business entertainments, such as:**

- (I) Gifts may be offered or accepted with the purpose of fostering friendly relations, without any intention to influence the recipient's objectivity or impose certain obligations on the counterparty. Such gifts are reasonable and should not create any inappropriate impressions.
- (II) Gifts are openly offered and given for justifiable reasons.
- (III) Gifts that are permissible to be accepted in accordance with FS's business authorization or relevant regulations.
- (IV) Gifts that are permissible to be accepted in accordance with the laws and FS's policies on offering or accepting gifts.

**The following business entertainments are not allowed, including but not limited to:**

- (I) Business entertainments provided with the intention of influencing decision-making or which may create the impression of influencing decision-making or personal judgment.
- (II) Business entertainments that create the impression that the other party is obligated to reciprocate or that there is an expectation of receiving some form of reward.

(III) Business entertainments provided in the form of cash, stock, options, or loans are not allowed.

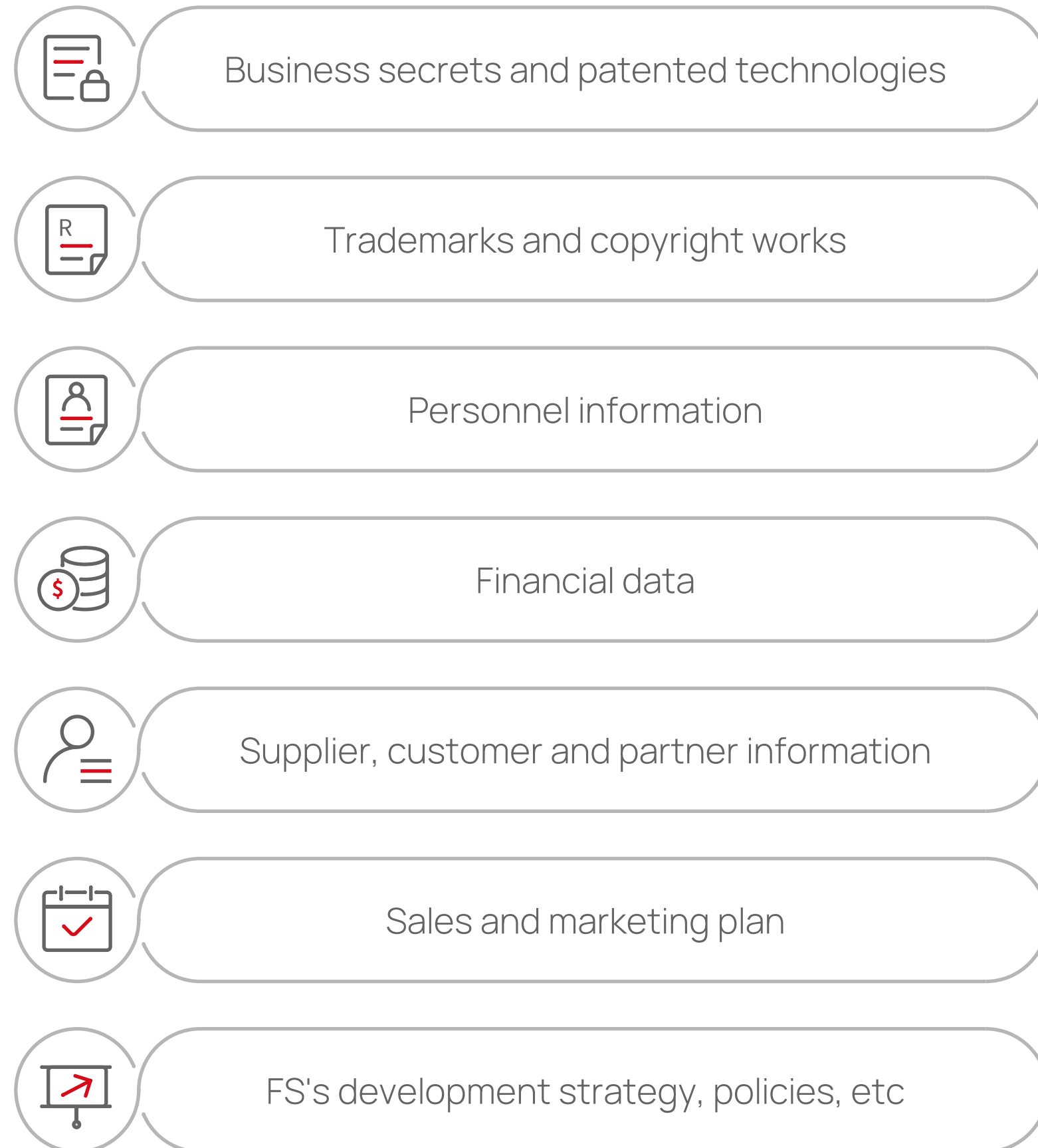
(IV) Business entertainments that, if publicly disclosed, could have a negative impact on FS, or gifts that would violate laws or FS's policies on offering or accepting gifts, are not allowed.

FS employees provide gifts, entertainments, and travel expenses to government officials or other stakeholders for non-work-related purposes or pay for their related expenses, except when necessary for work-related purposes.

Gifts of general exchange significance, which are merely gestures of friendship or simple courtesy, do not violate the anti-bribery laws or this Code.

## Article 6 Information protection and confidentiality

(I) For different types of information requiring confidentiality, such as:



### (II) Use of encryption technology

Encryption technology is crucial as a security measure, and FS adopts modern encryption techniques such as data encryption, access control, network isolation, firewall, etc., to safeguard the security of confidential information and private data.

### (III) Formulation of feasible security strategies

FS has established well-defined data security policies, encompassing data access permissions, data processing workflows, backup strategies, and the establishment of clear systems of responsibility and authority.

FS records, processes, and utilizes personal data strictly within the boundaries allowed by applicable laws, regulations, internal guidelines, and policies. The company adheres to robust security, data, and privacy policies, upholding elevated standards of cybersecurity behavior and fostering a culture that ensures the confidentiality, integrity, availability, identifiability, and traceability of sensitive data and information.

### (IV) Protection of personal privacy

Employees are prohibited from disclosing any confidential or copyrighted information belonging to FS, its customers, or suppliers to any third parties. Each employee has a duty to maintain the confidentiality of trade secrets, FS's proprietary information, and any personal data entrusted to the company by other entities, ensuring the privacy rights of such data.

## Article 7 Government-related acts

In matters involving government affairs, FS adheres rigorously to the provisions on kickbacks, bribery, fraud, collusion, and imposition of pressure as outlined in this Code. Every department and employee of FS must also comply with all anti-bribery laws and regulations of the jurisdictions in which FS operates.

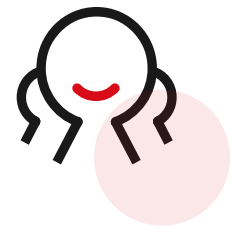
(I) Definition of government official: a government official refers to an individual who holds a position in the central or local legislative, administrative, or judicial system through election or appointment. It includes candidates for political party positions, officers or agents of political parties, officers or agents of public international organizations (e.g., the World Bank, the International Monetary Fund). Additionally, it encompasses senior officials and lower-ranking employees of federal, state, and local governments, as well as international organizations. This definition also covers military personnel, customs and tax officials, and employees of some private enterprises (even if the government holds a minority share), as well as employees of state-owned enterprises and corporations.

(II) No department or employee shall engage in any direct or indirect bribery or offer any promises or payments as bribes to government officials for the purpose of obtaining or retaining business. Employees are strictly prohibited from offering, paying, giving, or promising, directly or indirectly, any gifts or benefits of value, such as entertainment, travel, cash, stock, donations, purchases, etc., to any government official through FS or its business partners, or authorizing such actions.



# CHAPTER III

## Respect for and Equal Treatment of Employees



### Article 8 Protection of equal rights of employees

Every employee is entitled to equal rights in their daily work. FS promotes mutual respect among employees and ensures fair and just treatment of all employees, irrespective of their nationality, ethnicity, race, color, religion, gender, age, sexual orientation, gender identity, marital status, disability status, and pregnancy status. FS respects and fosters a diverse and inclusive work environment, while adhering to the relevant laws and regulations of the countries in which it operates.

### Article 9 Anti-discrimination and anti-harassment

FS is strictly prohibited from engaging in any discriminatory or harassing behavior, including threats, violence, bullying, or any other similar conduct. Employees must not insult, discriminate against, or harass others through their words or actions. Additionally, spreading rumors or disseminating defamatory or discriminatory information is strictly prohibited.

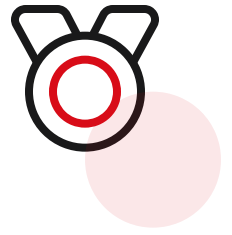
### Article 10 Personal health and workplace safety

FS places a high priority on workplace safety and ensures a secure environment. The company strictly prohibits behaviors that may cause bodily harm, engage in violence, or possess weapons within the workplace. Furthermore, FS has established guidelines stating that no employee is allowed to consume alcohol or use illegal drugs while on duty. In the event that an employee observes any of these prohibited behaviors, they must promptly report it to the local management.



# CHAPTER IV

## Protection of FS's Interests



### Article 11 Prohibition of insider trading

Insider information refers to undisclosed material information. Employees may have the opportunity to know or have access to information about FS or companies with which we do business that has not been made public. It includes information about potential M&A, sales or earnings results, financial forecasts, changes in the senior management team, pending litigation of a material nature, or material business gains or losses. FS employees are prohibited from disclosing any of this "insider information" to external persons.

Employees are not allowed to pass on or "disclose" inside information to others, and inside information should be kept confidential and not be made public without justifiable reasons. Including other employees, family or friends, insider trading is prohibited.

Insider trading is both unethical and illegal, and FS is committed to conducting thorough investigations in such cases. The regulations prohibiting insider trading apply not only to employees but also to their family members and any other individuals living with them.

### Article 12 Protection of FS's assets

FS's assets include all resources or interests that can bring economic benefits to FS. The common assets include but are not limited to: factories, inventory, facilities, equipment, telephones, photocopiers, computers (including software and internet/intranet access), machinery, and tools.

To ensure the protection and proper use of FS's assets, each employee should:

- (I) Take reasonable measures to prevent theft, damage or misuse of FS's property;
- (II) Promptly report occurred or suspected theft, damage or misuse of FS's property;
- (III) Safeguard all electronic programs, data, communications, and written materials to prevent unauthorized access by others.



## Article 13 Avoidance of conflicts of interest

No employee shall engage in self-dealing or seek personal gain in the course of FS's business activities. Conflicts of interest may arise when an employee's personal interests interfere with their objective and impartial judgment or loyalty to FS. Employees should actively avoid situations that may lead to such conflicts. Examples of potential conflicts of interest include:

- (I) A tendency to give FS's business to a relative or friend;
- (II) Utilizing non-public information of FS, its customers, or suppliers for personal gain (including engaging in stock trading based on such information) by FS's employees, their relatives, or friends;
- (III) Receiving loans, debt guarantees, or other benefits from FS or a third party due to the employee's position at FS; or engaging in or planning to engage in competition with FS while being employed by the company.

Conflicts of interest may arise in various situations. If an employee has concerns about a conflict of interest or becomes aware of any misconduct after it has occurred, they must report it to their local management. If the employee remains uncertain or feels uncomfortable after discussing the matter with management (for any reason), they can file a complaint by email to the appropriate team ([Compliance@fs.com](mailto:Compliance@fs.com)). All records and emails will be treated confidentially to ensure the protection of the employee from any form of retaliation.



# CHAPTER V

## Focus on Responsibility and Protection



### Article 14 Responsibility for reporting

All employees are required to report to FS any actual violations of legal or ethical standards, suspected violations, or any behavior that may create an impression of such violations. This will enable the company to take appropriate measures to investigate and address any misconduct.

### Article 15 Commitments on non-retaliation

Retaliation referred to in this Code includes mainly the following situations:

- (I) Violating the personal safety of the whistleblower and their close relatives through violence, threats, or illegal restriction of personal freedom, etc.;
- (II) Illegally occupy or damage the property of the whistleblower or their close relatives;
- (III) Frame the whistleblower and their close relatives by planting evidence.
- (IV) Insult or defame the whistleblower and their close relatives.

(V) Dismiss or terminate the employment of the whistleblower and their close relatives in violation of regulations;

(VI) Withhold or withhold in a disguised manner the wages, bonuses, or other benefits of the whistleblower and their close relatives;

(VII) Impose disciplinary actions on the whistleblower and their close relatives without cause or intentionally violate regulations to impose more severe disciplinary actions.

(VIII) Harass or suppress the whistleblower and their close relatives in terms of job promotions, job assignments, performance evaluations, and other related matters.

(IX) Denial or delay in granting reasonable requests from whistleblower and their close relatives.

(X) Any other actions that infringe upon the legitimate rights and interests of the whistleblower and their close relatives.

FS shall not engage in any form of illegal retaliation, and shall not take hostile or non-cooperative behavior towards employees involved in the investigation.

Any individual found to be in violation of the regulations by leaking information about whistleblowers, retaliating against whistleblowers, not cooperating with investigations, destroying relevant evidence, or providing false testimony to shield others will face dismissal or termination of their labor contracts. Those who violate the law will be handed over to judicial authorities for legal proceedings.

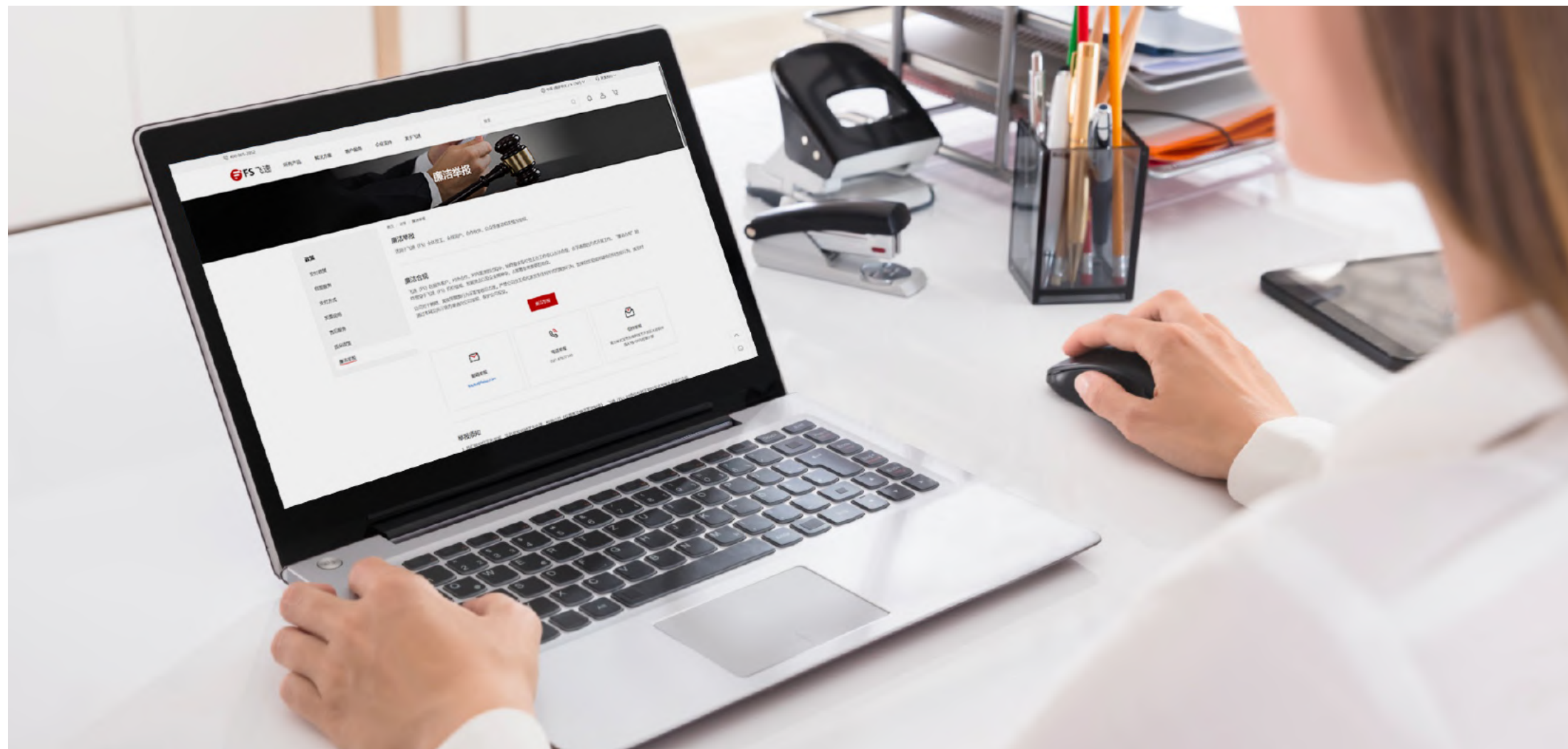
## Article 16 Channels for whistle-blowing and feedback

(I) All employees of FS are obligated to exercise vigilance and promptly report any instances or suspicions of fraud, bribery, corruption, collusion, undue pressure, or any other improper activities mentioned in this code to their regional management team. Additionally, FS has established an official reporting hotline to encourage employees and any third parties to report any incidents of fraud, bribery, corruption, collusion, undue pressure, or any behavior and circumstances that do not comply with this code. The Internal Control and Audit Department of FS is the primary entity responsible for handling reports of fraud or corruption.

(II) Channels for complaint and whistle-blowing

 Website: <https://cn.fs.com/policies/report.html>

 Email: [compliance@fs.com](mailto:compliance@fs.com)



## Article 17 Evaluation and audit

(I) FS conducts periodic assessments and audits of process compliance risks to verify any fraud and corruption issues encountered in its business operations and to evaluate whether revisions and improvements are necessary for relevant compliance guidelines and processes. When assessing compliance risks, factors such as the size, business area, location of operation, and other special considerations of the head office, domestic and overseas subsidiaries, affiliated companies or branches, and each department shall be taken into account, as well as the implementation of this Code.

(II) Employees shall not use any coercive, manipulative, misleading or deceptive means, directly or indirectly, to influence the independence of FS's audit team for the purpose of obtaining materially misleading financial statements of FS. Among them, coercive, manipulative, misleading or deceptive behaviors include:

- Refuse or delay to provide information related to audit matters;
- Provide unauthentic or incomplete information;
- Maliciously refuse or obstruct the audit matters, etc.

# CHAPTER VI

## Supplementary Provisions



### | Article 18 Matters not covered in this Code

Any matters not covered in this Code shall be implemented in accordance with the relevant laws, regulations, standardized documents, and Articles of Association of the region or country where the related business operates. In case of any conflict between this Code and the laws, regulations, or amended Articles of Association to be enacted or promulgated in the future in the region or country where the related business operates, the latter shall prevail.

