

1.0 Purpose 目的

1.1 This is the **CSR Solutions Limited** policy on anti-bribery and anti-corruption which applies to all offices and employees, throughout the world. This procedure establishes the methods used for preventing bribery during social compliance audit activities.

本程序规定了**CSR Solutions Limited**针对贿赂和腐败的政策，适用于**CSR Solutions Limited**全球所有的管理层及普通员工，旨在建立预防社会责任审核过程中可能产生的贿赂和腐败行为。

1.2 The procedure is intended to enhance our CSR Auditing service and maintain high level of integrity and reliability for **CSR Solutions Limited** (hereinafter called “CSRS”) operations performing CSR Audit activities.

本程序旨在强化**CSR Solutions Limited**公司在社会责任审核方面的高度廉洁和服务的可信赖性。

2.0 Scope 范围

2.1 This procedure extends to all CSRS operations performing social compliance audits.

本程序适用于**CSR Solutions Limited**公司所有与社会责任审核有关的活动。

2.2 **CSR Solutions Limited** is committed to maintaining the highest standards of ethics and integrity in the conduct of its business throughout the world.

CSR Solutions Limited致力于维护全球性商业行为的最高道德标准和诚信度。

3.0 Anti-bribery and Anti-corruption Policy 反贿赂反腐败政策

- Bribery and Corruption in all forms is prohibited. 所有形式的贿赂和腐败都是不允许的。
- No person to whom this policy applies may commit, or knowingly assist another person to commit, a breach of this policy. 任何约束在此政策下的人员不可违反或有意协助他人违反此政策。

4.0 Responsibility 职责

4.1 Integrity Manager: 廉政经理

The Integrity Manager is responsible for ensuring that this procedure is carried out on all CSR audits performed. 廉政经理负责确保本程序落实于**CSR Solutions Limited**公司的所有审核活动。

4.2 CSR Lead Auditor 主任审核员

The CSR Lead Auditor is responsible for ensuring that the Code of Ethics, Declaration of Consent are used in each CSR audit in accordance with this procedure.

本公司主任审核员负责确保公司道德行为准则、工厂审核廉政声明应用于每一次的社会责任审核。

5.0 Definition 定义

5.1 Bribery: “Bribery” means the making of a Payment which is prohibited by this Company’s “Anti-bribery and Anti-corruption Policy” and “Bribe” means a Payment which is so prohibited.

“贿赂”是指被此政策禁止的给予财物行为，“贿赂品”是指被此政策禁止的财物。

5.2 Corruption: “Corruption” means the unlawful conferring or obtaining of an advantage or benefit (whether commercial or personal) or otherwise including a person to act dishonestly or unfaithfully, whether by the making of a Bribe or otherwise.

“腐败”就是非法赠予或接受好处或利益(无论是商业的或是个人的)，或者是通过行贿或是其他手法促使他人做出不诚实或不忠诚的行为。

5.3 “Donee” or “Donor” shall include (a) any individual, (b) any family, friend, associate or acquaintance of that individual, and (c) any company or other entity established by or for the benefit of any of them.

“受贿人”或“行贿人”应包括：(a)任何个人，(b)任何该个人的家庭、朋友、同事或熟人，(c)任何为上述人的利益而建立公司或其他实体。

5.4 “Payment” means a payment, gift or other benefit of any nature, whether direct or indirect.

“财物”是指任何性质的付款、礼物或其他利益。

6.0 Procedure 程序

6.1 What is prohibited 什么是禁止的

- Making a Payment to secure a vote for, or to encourage or procure, an approval, consent or perm it in respect of which the Donee has an administrative or other legal responsibility or role or whi ch he is otherwise able to influence.

针对某事为了得到受贿人的支持、鼓励或获得批准、同意或允许而给予受贿人财物，该受贿人是此事的行政，合法负责人或可以影响此事的人。

- Making a Payment to an agent, customer, contractor, supplier or other party (or an employee of any of them) to encourage or induce from the Donee (a) a contract or other commitment, or one on terms more favourable than those otherwise on offer, or (b) the grant, procurement or securi ng of any other act of Corruption.

给予代理、顾客、承包商、供应商或其他方(其中任何一方的员工)财物，以此怂恿或促使受贿人给予(a)合同、其他承诺或获得比其他人优惠的交易条件，或(b)同意、得到或保证任何其他的腐败行为。

- Making a Payment to a Donee with legal responsibility for an administrative process to facilitate or accelerate the implementation of that process.

为促成或加快有关项目或工程的执行给予该项目负责人财物。

- Accepting a Payment to encourage or induce for the Donor or a party represented by the Donor (a) a contract or other commitment from **CSR Solutions Limited**, or one on more favorable terms than those otherwise on offer, or (b) any other act of Corruption.

接受行贿人或行贿人代表的公司的财物然后怂恿或促使(a)行贿人从 **CSR Solutions Limited** 实体得到合同或其他承诺，或比其他人得到更优惠的交易条件；或(b)任何其他的腐败行为。

- Entering, directly or indirectly, into a contract or other commitment for personal gain or benefit with anyone in any way relating to a transaction or other arrangement entered into or being negotiated by **CSR Solutions Limited**.

为了个人利益，以任何方式与任何人直接或间接达成一个合同或承诺，而该合同或承诺与 **CSR Solutions Limited** 参与或正在协商的交易和安排有关。

- Making a political or charitable donation, or granting any sponsorship, whose underlying purpose is Corruption.

为了腐败的目的而进行政治或慈善捐赠，或给予任何赞助。

- Any other act of Corruption.

任何其他腐败行为。

- Agreeing or offering to do anything prohibited by any of the above.

同意或提供任何以上禁止的行为。

6.2 What is permitted 什么是允许的

- Company hospitality within the limits established by the **CSR Solutions Limited** Code of Ethics. **CSR Solutions Limited** 公司道德行为准则中允许的公司款待。
- A payment to an administrative body in the nature of planning gain provided that the purpose and amount of the payment are duly documented. 为了计划获利而给予一个行政机构财物，该款项的使用目的和金额都要做书面记录。
- The use of any fast-track process which is available to all on payment of a fee. 所有人只要付钱就能使用的快速流程。
- The offer of resources to assist a person or body to make a decision more efficiently provided they are supplied for that purpose only.

为了帮助他人或机构更有效地做出决定而提供资源，仅限于此目的。

6.3 **CSR Solutions Limited** provides independent, impartial and objective assessment services to our

global clients. Our assessment findings will be duly recorded and reported to our clients. We operate a strict Code of Ethics of our staff which prohibits acceptance gifts, payment or benefits in any forms, direct or indirect.

CSR Solutions Limited 公司在全球范围内为客户提供独立的、公正的、客观的审核服务。审核的发现点将会经由审核双方签署并记录在案并提交报告给客户。公司所有的员工严格遵守道德行为准则，禁止接受或收受任何的礼品、礼物、现金、或任何形式的、直接或间接的好处或利益。

- 6.4 **Integrity Training:** The integrity policy and Company Procedure shall be communicated with all new employees during orientation training. And each employee shall sign a **Declaration of Integrity, Impartiality and Confidentiality**. The re-refresh integrity training shall be provided at least once a year. All employees are required to attend this training. The training records shall be maintained by the Company CSRS.

廉政培训: **CSR Solutions Limited** 的廉政方针和程序文件必须在入职培训时向所有的新员工进行意识培训。每一个员工都必须签署《廉政公正和保密声明》。定期的廉政再培训必须至少每年进行一次。所有的员工都要求参加该培训。培训记录应予以保存。

- 6.5 **Declaration of Consent (including Impartiality, Integrity and Confidentiality Statement):** The Integrity Declaration on Factory Audit should be sent to the factory together with the audit request form. We require the factory to go through the Integrity Declaration on Factory Audit carefully and confirm with signature. And the signed Integrity Declaration on Factory Audit s should be faxed or e-mailed back to **CSRS** prior to the field audit. The leader auditor should explain the Integrity Declaration on Factory Audit to factory management during the opening meeting. And the Integrity Declaration on Factory Audit shall be duly signed by the factory management and the Lead Auditor.

工厂同意审核声明(包括公正、廉洁和保密声明): 该工厂同意审核声明应当与审核申请表一起发给被审核工厂。我们要求工厂仔细阅读本声明，并签字后在审核开始之前以传真或电子邮件形式回传确认给我公司。审核组长应在开始会议上向被审核工厂的管理层解释本文件的内容。该文件必须在审核现场由工厂管理层和审核组长双方签署。

- 6.6 The **Declaration of Consent** shall be fulfilled by each auditor and sent back to the Integrity Manager after the field audit during the audit day. The Integrity Manager shall review this letter and keep these records accordingly.

工厂同意审核声明(包括公正、廉洁和保密声明): 每次审核完成后审核组长都应完成本文件并发回给廉政经理。廉政经理应当评估本文件并存档。

- 6.7 **Post-Audit Factory Calling Interview:** If necessary, the Integrity Manager shall conduct post-audit calling interview with the factory randomly sampled. The frequency depends on the integrity status of different areas. The purpose of the calling interview is to review the auditors' integrity performances and check the validity of the Confirmation Letter for Counterchecking Interest Conflict. The Post-Audit Factory Calling Interview Sheet shall be completed for each interview.

审核后工厂电话回访: 需要时，廉政经理应随机抽查审核过的工厂进行审核后电话回访，回访的频率取决于不同地区的廉政状况。回访的目的在于评估审核员的廉政表现和检查廉政文件签署的有效性。每次回访都应完成《审核后工厂回访记录表》。

6.8 On-site Visit: The Integrity Manager shall conduct unannounced on-site visit once per 12 months to review each auditor's integrity performance. The On-site Visit Sheet shall be completed for each visit.

审核现场观察: 廉政经理应每12个月执行一次突击的审核现场访问以评估每个审核员的廉政表现，并填写《审核现场访问记录表》。

6.9 Reporting and Investigation 报告和调查

- The prevention, detection and reporting of Bribery and Corruption is the responsibility of all employees. Suitable channels of communication, by which employees or others can report in confidence any suspicions of Bribery or Corruption, will be maintained in each country. 预防、发现和报告贿赂和腐败行为是所有员工的责任。每个国家都会维护合理的沟通渠道，以便公司员工或他人可以完全有信心地对任何可疑的和贿赂腐败行为进行报告。
- Suspicions and allegations must be reported to the Integrity Manager who will ensure an independent investigation.

可疑情况和举报必须上报廉政经理，他/她会确保进行独立的调查。

- If anyone is in doubt as to whether a potential act constitutes Bribery or Corruption, the matter should be referred to the senior manager in the relevant country or region with responsibility for this policy before proceeding. Guidance can also be obtained from the Integrity Manager. 如有任何人对怎样的行为可能构成贿赂或腐败有疑问的话，应咨询该地区负责此政策的资深经理，同样也可以咨询廉政经理。
- Any breaching of this Anti-bribery and Anti-corruption policy will be taken as the violation of the terms of Contracts or Agreements signed with CSR SOLUTIONS LIMITED..

任何对本廉政方针和程序的违反都将被视为对所签署合同或协议的违反。

7.0 Records 记录

The signed Declaration of Integrity, Impartiality and Confidentiality and Declaration of Consent shall be kept with the audit file together with the audit documents. All these records shall be kept by the company for at least 6 years.

已经签署的各种廉政文件和记录需要和审核文档保存在一起，所有的记录至少要保留6年。

8.0 Form and Records 表格和记录

7.1 Code of Ethics – English Version & Chinese Version 《公司行为准则》

7.2 Declaration of Integrity, Impartiality and Confidentiality 《廉政公正和保密声明》

7.2 Declaration of Consent (including Impartiality, Integrity and Confidentiality Statement) 工厂同意审核声明(包括公正、廉洁和保密声明)

7.3 Post-Audit Factory Calling Interview Sheet 审核后工厂电话回访记录表



Anti-Bribery & Anti-Corruption Procedure

反贿赂和反腐败程序

Doc No. CSRS-P-004
Owner: Phoenix ZHANG
Revision: 2.0
Date: June 30, 2015
Page: Page 6 of 6

7.4 On-site Visiting Sheet 审核现场访问记录表

Effective Date: This Procedure shall be effective July 1, 2015. This form must be signed, dated, and returned to CSR SOLUTIONS LIMITED upon your receipt, no later than July 15, 2015.

本程序生效日期为 2015 年 7 月 1 日。各区域办公室 经理必须在 2015 年 7 月 15 日之前签回本程序。

Signature: 签名 :	Printed Name: 正楷姓名:
Date: 日期:	Regional Office Name: 区域办公室:

Document Revision Records					
No.	Date	Description of Change	Prepared By	Reviewed By	Approved By
1.0	Nov 12, 2012	Initial Release	Mike Lee	Phoenix ZHANG	Phoenix ZHANG
2.0	June 30, 2015	First Revision	Mike Lee	Phoenix ZHANG	Phoenix ZHANG