



PHIBRO ANIMAL HEALTH CORPORATION

辉宝动物健康公司

Supplier and Vendor Code of Conduct

供应商行为准则

1. INTRODUCTION

1. 介绍

Phibro Animal Health Corporation, including its subsidiaries and affiliates (“PAHC” or “Company”), maintains a commitment to conducting its business ethically and by observing all applicable laws, rules and regulations. PAHC strives to use vendors and suppliers that share this commitment.

辉宝动物健康公司，包括其子公司和关联方（“PAHC”或“公司”），一贯秉承以符合商业道德和遵守所有可适用的法律、法规和规则的方式开展业务。PAHC 致力于与同样秉承商业道德并遵守所有可适用的法律、法规和规则的供应商合作。

PAHC’s vendors and suppliers are expected to comply with all applicable laws, regulations, rules and requirements with respect to the products and services they manufacture, distribute or otherwise provide to PAHC. This includes, but is not limited to: business conduct, product quality, labor and employment practices, health and safety, and environmental protection. Suppliers are expected to conform their practices to any published standards for their industry, obtain all applicable permits and operate in accordance with permit limitations and requirements at all times.

PAHC 期待其供应商能够遵守关于其在制造、分销或以其他方式向 PAHC 提供产品和服务所涉及的所有可适用的法律、法规、规则和要求，包括但不限于：商业行为要求、产品质量、劳动用工情况、健康和环境安全以及环境保护等方面。供应商应使其经营活动符合其所在行业中的任何公开的标准，取得所有可适用的许可，并时刻根据该等许可的要求在许可范围内开展经营。

2. ETHICS AND BUSINESS CONDUCT

2. 职业道德和商业行为

PAHC expects suppliers and vendors to act ethically and in accordance with applicable laws in all business transactions. As such, they will:

PAHC 期待其供应商在所有商业交易中遵守职业道德和可适用的法律。为此，供应商应：

- a) Uphold standards for fair business practices including accurate and truthful advertising, fair competition and antitrust.
- b) Prohibit payment of bribes, illegal political contributions, or other illicit payments or methods for any reason, including the waiver of penalties or fines or the receipt of any other special benefits.
- c) Not offer gratuities such as gifts, entertainment, money, loans, vacations or hotel accommodations to PAHC’s employees and representatives except promotional items of nominal value or

- a) 支持为公平的商业行为制定的标准，包括准确和真实的广告发布、公平竞争和反垄断。
- b) 禁止以任何理由支付贿赂、非法政治捐款，或支付其他非法款项或采取其他非法方式，包括免除处罚或罚款或接受任何其他特殊利益。
- c) 除在合理范围内提供仅有名义价值的促销事物或有限规模的娱乐活动外，不向 PAHC 的员工及代表提供任何好处，如赠送礼品、提供娱乐、提供金钱、提

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| <p>moderately scaled entertainment within the limits of prudence.</p> <p>d) Refrain from offering gifts except promotional items of nominal value or moderately scaled entertainment within the limits of prudence.</p> <p>e) Safeguard against improper use of intellectual property, including disclosure of confidential or sensitive information, pricing, or employee information. Any transfer of confidential information must be executed in a way that secures and protects the intellectual property rights of PAHC as well its suppliers. Any confidential information provided by PAHC to the supplier is to be used solely in support of PAHC business and shall be maintained in a manner reasonably calculated to protect the information from misuse or unauthorized disclosure. Suppliers may not use any PAHC trademark, images, or materials to which PAHC owns the copyright, unless explicitly authorized.</p> | <p>供贷款、安排假期或安排酒店住宿等。</p> <p>d) 除在合理范围内提供仅有名义价值的促销事物或有限规模的娱乐活动外，不得赠送礼品。</p> <p>e) 防止对知识产权的不当使用，包括泄露保密或敏感信息、定价信息、或员工信息。任何保密信息的传递必须以确保和保护 PAHC 及其供应商的知识产权安全的方式进行。PAHC 向供应商提供的任何保密信息仅可用于支持 PAHC 的业务，并应以经过合理测算防止信息被滥用或未经授权的泄露的方式进行保存。除非获得明确授权，否则供应商不得使用 PAHC 拥有版权的任何 PAHC 商标、图像或材料。</p> |
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3. ANTICORRUPTION, NO BRIBERY AND EXPORT REGULATIONS

PAHC expects all vendors and suppliers to comply with the United States Foreign Corrupt Practices Act (“FCPA”), the UK Bribery Act, where applicable, and all other applicable local and international laws related to anti-corruption and bribery. In addition, PAHC expects all vendors and suppliers to comply with all applicable rules and regulations imposed by the Office of Foreign Assets Control of the United States Treasury Department (“OFAC”) and by the European Union with respect to transactions with embargoed or sanctioned countries and/or persons.

- a) **FCPA:** The FCPA makes it unlawful for PAHC or any third party associated with PAHC to corruptly offer, pay, promise to pay or give, or authorize the payment or gift of money or anything of value, directly or through an intermediary, to any foreign government official for the purpose of influencing any act or decision in order to assist PAHC in obtaining or retaining business, or to induce the foreign official to violate a lawful duty. A similar prohibition applies with respect to payments to a foreign political party or official or a candidate for political office. An officer or employee of a government

3. 反腐败、无贿赂和出口管制规则

PAHC 期待所有供应商遵守（如适用）《美国反海外腐败法》（“FCPA”）和《英国反贿赂法》以及所有其他可适用的与反腐败和贿赂有关的地方和国际法律。此外，PAHC 希望所有供应商遵守美国财政部外国资产管制处（“OFAC”）和欧盟针对与受禁运或被制裁的国家和/或个人的交易制定的所有可适用的法规和规则。

- a) **FCPA:** 根据 FCPA 的规定，PAHC 或与 PAHC 有关联的任何第三方直接或通过中间人向任何外国政府官员腐败地提供、支付、承诺支付或给予、授权支付或赠与金钱或任何有价值的东西，以影响该等官员的任何行为或决定，从而帮助 PAHC 获得或保留业务，或诱使外国官员违反法定职责的行为均属违法。类似的禁令也适用于向外国政党或官员或政治职位候选人付款。为 FCPA 之目的，政府拥有或控制的公司的管理人员或雇员也被视为“官员”。FCPA 还禁

owned or controlled company is considered an “official” for purposes of the FCPA. The FCPA also prohibits a company or person from using another company or individual to engage in any of the aforementioned activities.

- b) **UK BRIBERY ACT:** In addition to the foregoing, the UK Bribery Act prohibits bribery to commercial organizations and private individuals. The UK Bribery Act should be assumed to apply to all transactions involving vendors and suppliers doing business on behalf of PAHC inside and outside of the United Kingdom.
- c) **OFAC and EU Sanctions Regulations:** OFAC and the EU impose certain controls on transactions and freezes assets of designated individuals and entities that have taken actions to promote terrorism, engage in weapons proliferation, undermined human rights, and taken other actions contrary to public policy. The regulators maintain two types of sanctions: country-based and list-based. Suppliers and vendors of PAHC are prohibited from dealing with specially designated entities or countries listed and prohibited, debarred, denied or sanctioned by OFAC or the EU. The OFAC restrictions may apply to assets owned or controlled by a private party or certain government entities in the targeted countries. Prior to engaging in any international business transaction (such as sales, purchases, financing or logistical support), either directly or through intermediaries including distributors and agents, with an entity or person located in a country that is the subject of either country-based or list-based sanctions, PAHC vendors or suppliers must ensure that the transaction is not limited or prohibited by U.S. or other applicable law.

4. PRODUCT SAFETY

PAHC expects vendors and suppliers to produce products of the highest quality and safety and in compliance with all applicable laws. As such, they will provide PAHC with products containing only ingredients that have been approved or are otherwise defined and authorized pursuant to a Supply Agreement or other contract between PAHC and the supplier, if any. No new ingredient will be substituted or exchanged without prior approval by PAHC.

止一家公司或个人利用另一家公司或个人从事上述任何活动。

- b) **《英国反贿赂法》:** 除上述规定外,《英国反贿赂法》还禁止向商业组织和个人行贿。《英国反贿赂法》应当被假设为适用于所有涉及供应商代表 PAHC 在英国境内外开展的业务交易。
- c) **OFAC 和欧盟制裁条例:** OFAC 和欧盟对从事推动恐怖主义、从事武器扩散、破坏人权和采取其他违反公共政策行动等活动的特定个人和实体的交易实行一定管制,并冻结该等个人和实体的资产。监管机构采取两种形式的制裁:制裁国家和制裁清单实体。PAHC 的供应商不得与 OFAC 或欧盟列出且禁止、拒绝或制裁的特定实体或国家进行交易。OFAC 的限制可能适用于目标国家的某些私人当事方或政府实体拥有或控制的资产。在与属于被制裁国家或被制裁实体清单上的某实体或个人进行(无论是直接还是通过中间人(包括分销商和代理))任何国际商业交易(如销售、采购、融资或物流支持)之前,PAHC 的供应商应当确保该等交易不受美国法律或其他适用法律的限制或禁止。

4. 产品安全

PAHC 期待供应商生产具有最高级别质量和安全性的产品,且遵守所有可适用的法律。为此,供应商向 PAHC 提供的产品应当仅含有经批准的,或根据 PAHC 与供应商之间的供应协议或其他合同(若有)定义并授权的成分。未经 PAHC 事先批准,供应商不得替换或更换产品中的任何成分。

5. HUMAN RIGHTS, LABOR AND EMPLOYMENT

PAHC's suppliers and vendors are expected to treat people with dignity and respect. As such, they will:

- a) Not use forced or involuntary labor.
- b) Not employ child labor, consistent with the principles contained in the International Labour Organization's 1998 Declaration on Fundamental Principles and Rights at work.
- c) Not treat or threaten to treat an individual harshly or inhumanely. Harsh or inhumane treatment includes sexual harassment or abuse, corporal punishment, coercion or verbal abuse.
- d) Not engage in human trafficking (as defined by the UN in Article 3, paragraph (a) of the Protocol to Prevent, Suppress and Punish Trafficking in Persons and as required by the California Transparency in Supply Chains Act of 2010).
- e) Comply with applicable wage and hour labor laws of the country in which they operate, including through adherence to rules designed to limit overtime.

PAHC's suppliers and vendors are expected to operate in a sustainable and responsible manner. As such they will comply with all applicable environmental laws, including laws related to water discharges, air emissions, the use and release of toxic substances, and hazardous waste disposal. Suppliers shall adhere to all applicable laws regarding the sourcing of materials. It is the expectation of PAHC that its suppliers and vendors do not use "conflict minerals," as defined by the Dodd-Frank Act¹; should the use of such products be necessary, suppliers shall secure such minerals from a source that certifies that it sources conflict-free minerals.

6. QUALITY CONTROL, DOCUMENTS AND RECORDS AND CONFIDENTIALITY

PAHC's suppliers and vendors are expected to manage their activities systematically in order

5. 人权、劳动和就业

PAHC 期待其供应商以尊重他人及其人格尊严。为此，供应商应：

- a) 不使用强迫或非自愿的劳动力。
- b) 不雇用童工，并遵循国际劳工组织 1998 年《关于工作中的基本原则和权利宣言》中所载的原则。
- c) 不以严苛或不人道的方式对待员工或威胁将以该等方式对待员工。严苛或不人道的对待方式包括性骚扰或虐待、体罚、胁迫或语言羞辱。
- d) 不从事人口贩运（定义见联合国《关于预防、禁止和惩治贩运人口行为的议定书》第三条第一款，具体要求见 2010 年《加利福尼亚州透明供应链法案》的要求）。
- e) 遵守业务运营所在地国家关于工资和工作小时的可适用的劳动法，包括遵守旨在限制加班的规定。

PAHC 期待其供应商以可持续和有责任感的方式经营。为此，供应商应当遵守所有可适用的环境法，包括与排水、排气、有毒物质的使用和排放以及危险废物处置有关的法律。供应商应遵守有关原材料采集的所有适用法律。PAHC 期待其供应商不使用《多德-弗兰克法案》中定义的“冲突矿物”；如必须使用此类产品，供应商应确保此类矿物的来源方能够证明其开采无冲突矿物。

6. 质量控制、文件、记录及保密

PAHC 期待其供应商系统地管理其业务活动，以保持持续经营、达到

¹ As of October 2013, "conflict minerals" consist of cassiterite, columbite-tantalite, gold and wolframite, as well as their derivatives.

截至 2013 年 10 月，“冲突矿物”包括锡石、铌钽铁矿、黄金和钨锰铁矿及其各自衍生物。

to maintain business continuity, meet the standards set forth in this Supplier and Vendor Code of Conduct, and improve their operation continually. As such, they will:

- a) Implement processes to control documents and records.
- b) Implement processes to control the production of PAHC products and /or materials, manage change effectively and ensure customer requirements are satisfied.
- c) Develop and implement appropriate internal business processes to ensure compliance with this Supplier and Vendor Code of Conduct and assist PAHC in implementing this Supplier and Vendor Code of Conduct by communicating its principles to their supervisors, employees, and suppliers.

7. MODIFICATIONS

This Supplier and Vendor Code of Conduct may be modified from time to time by PAHC to reflect changes in applicable legal requirements or standards of ethical conduct. The updated Supplier and Vendor Code of Conduct will be at all times published on PAHC's website accessible via www.pahc.com, under the tab "About Us." PAHC's suppliers and vendors are expected to check the PAHC website from time to time to ensure they have access to the most current version of this Supplier and Vendor.

本《供应商行为准则》中规定的标准，并持续改进其运营。为此，供应商应：

- a) 执行控制文件和记录的流程。
- b) 执行控制 PAHC 产品和/或材料生产的流程,有效管理变更并确保满足客户要求。
- c) 制定和执行适当的内部业务流程,以确保遵守本《供应商行为准则》,并通过向其主管、员工和供应商传达本《供应商行为准则》的原则的形式,协助 PAHC 推行本《供应商行为准则》。

7. 修改

本《供应商行为准则》可由 PAHC 不时修改,以反映适用的法律要求或道德行为标准的变化。更新后的《供应商行为准则》将公布在 PAHC 的网站上供随时查看,用户可通过 www.pahc.com 在 "About Us" 的标签下访问。PAHC 的供应商应不时查看 PAHC 的网站,以确保可以访问该《供应商行为准则》的最新版本。