



Supplier Code of Conduct
供应商行为准则

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Introduction

Zai Lab was founded in 2014 with a mission to bring innovative medicines to people in need around the world. We initially focused on bringing first-in-class and best-in-class therapies to China, which has a large, rapidly aging, and underserved patient population with serious unmet medical needs. We are now building a pipeline of products with global rights to serve patients worldwide. Zai Lab understands that to achieve our ambitious mission, we must integrate environmental protection, social responsibility, and governance practices into our business.

再鼎医药于 2014 年成立，肩负着为世界各地有需要的患者提供变革性创新药物的使命。最初我们聚焦中国——这一人口迅速增长、老龄化进程加快且存在巨大未满足医疗需求的市场，为中国带来同类首创和/或同类最优的治疗方案。但之后我们不断登高拓远，当下我们也在建设拥有全球权益的产品管线，以惠及全球各地的患者。再鼎医药深知，为达成我们宏大的使命，我们必须将环境保护、社会责任和治理实践整合到我们的业务中。

Our approach and commitments are set out in our [Code of Business Conduct and Ethics](#).

我们的方法和承诺详见 [《商业行为和道德准则》](#)。

We believe that collaboration with our suppliers is an inclusive way to ensure responsible and sustainable business throughout our supply chain. We are committed to working with our suppliers on a journey of continuous improvement and strongly believe it can benefit us, our suppliers and all communities where we operate.

我们相信，与供应商合作是一种包容性的方式，能够确保负责任的且可持续发展的业务开展贯穿于我们的供应链。。我们致力于与供应商携手合作，持续作出改进。我们坚信这能够惠及我们自身、供应商以及我们开展业务运营的所有社区。

Our Supplier Code of Conduct (“Supplier Code”) sets out Zai Lab principles and what we expect from our suppliers. The provisions as set forth in this Code provide the basic requirements expected of our suppliers. Zai Lab expects suppliers to strive to exceed both international and industry best practices. We expect that our suppliers to encourage and work with their own suppliers and subcontractors to ensure that they also strive to meet the principles of this Code.

《供应商行为准则》（“供应商准则”）列明了再鼎医药的原则以及我们对供应商的期望。本准则所列规定提供了我们期望供应商满足的基本要求。再鼎医药期望供应商能够不

断提高自己，努力超越国际和行业最佳实践水平。我们期望供应商同样鼓励并与其自己的供应商和分包商携手合作，以确保他们也努力遵守本准则的原则。

This Code is provided to all suppliers prior to contracting. We expect suppliers to read the Code thoroughly and understand the intricacies as outlined. We have designed this to help suppliers navigate through with their working relationship with Zai Lab.

我们会在签约之前向所有供应商提供本准则。我们期望供应商通读本准则，理解其中所列的复杂内容。设计本准则旨在帮助供应商与再鼎医药建立顺畅的工作关系。

All Zai Lab suppliers must acknowledge this Code, and promptly and collaboratively work with us to identify risks, areas of improvement, and follow up on agreed actions. We will also use appropriate due diligence, including but not limited to monitoring, to verify that our suppliers are following these principles.

再鼎医药的所有供应商必须承认本准则，及时与我们通力合作，识别风险、需改进的领域，并跟进商定的行动。我们还会使用恰当的尽职调查程序（包括但不限于监查）确认供应商遵守了本准则的原则。

Contacts

联系

Please direct questions about this Code to your Zai Lab point of contact.

如需举报任何已知或疑似违反法律、法规、政策的行为或其他潜在不当行为，请拨打再鼎道德合规服务热线或访问再鼎道德合规网站：

To report any known or suspected violations of law, regulation, policy or other potential misconduct, please contact the Zai Ethics Hotline or visit Zai Ethics website:

<https://secure.ethicspoint.eu/domain/media/en/gui/106999/index.html>

Hotline numbers:

服务热线：

+1-855-229-9304 (US)

+86-400-999-4530 (China)

00801-10-4471(Taiwan)

800-908839 (HK)

Ethics

Anti-Bribery and Corruption

反贿赂和反腐败

Suppliers must follow all applicable global anti-bribery and anti-corruption laws and not engage in or promote any conduct that involves -- or gives the appearance of -- offering, giving, soliciting, or receiving any kickback or bribe. We ask that suppliers ensure that

all their third parties undergo appropriate due diligence evaluation before they enter into a business relationship.

供应商必须遵守所有适用的全球反贿赂和反腐败法律，不得参与或推动任何实际（或者看起来像是）提供、给予、索取或收受任何回扣或贿赂的行为。我们要求供应商确保其所有第三方在建立业务关系之前都要经过适当的尽职调查评估。

Antitrust Fair Competition

反垄断及公平竞争

Suppliers should conduct all business in a way that reflects our commitment to antitrust and fair competition. Some common actions that always would violate fair competition and trade include price fixing (agreements among competitors to raise, fix, or maintain a price), bid rigging (coordination with competitors on who will win a bid), and market allocation (when competitors allocate customers, products, or territories). As we promote open and fair markets along with free competition and trade, our suppliers should follow all applicable fair competition and antitrust laws. Suppliers with Zai-related questions or concerns related to trade conditions or unfair business practices, are encouraged to contact your Zai Lab point of contact.

供应商开展业务时，应体现我们的反垄断及公平竞争承诺。常见的违反公平竞争和交易原则的行为包括固定价格（竞争对手之间达成协议，以提价、定价或维持价格）、操纵投标（与竞争对手协同决定由谁中标），以及分配市场（竞争对手之间划分客户、产品或地域）。我们提倡公开、公平的市场以及自由的竞争和交易。因此，我们的供应商应遵循所有适用的公平竞争和反垄断法律。供应商如有和交易条件或不公平商业行为相关的问题或疑虑，请联系您的再鼎医药联系人。

Trade Compliance

贸易合规

We require that our suppliers to comply with all applicable global trade laws. Global trade laws include import and export control laws as well as economic sanctions. Suppliers must proactively check prior to conducting business for compliance with national and international trade regulations and customs. Suppliers unsure or concerned about the implications of a global trade law, should seek legal advice.

我们要求供应商遵守所有适用的全球贸易法律，包括进口和出口管制法，以及经济制裁法。供应商在开展业务之前，必须主动检查自身是否遵循国家和国际贸易条例和海关规定。供应商如果对某一个全球贸易法律的影响不确定或有疑虑，应寻求法律建议。

Animal Welfare

动物福利

Zai Lab is committed to the humane and responsible treatment of all animals used in the development of its products. We expect suppliers to conduct research consistent with practices defined by the Association for Assessment and Accreditation of Laboratory Animal Care (AAALAC) standards, The Guide For Care And Use Of Laboratory Animals (8th ed.), and federal regulations as stipulated by the Animal Welfare Act. Suppliers should ensure that all animals used in all Zai Lab studies receive humane treatment and care that is in accordance with the particular needs of the given species and that they are permitted to live as naturally as possible (e.g., group housing, environmental enrichment)

再鼎医药致力于以人道且负责的方式对待产品开发过程中使用的所有动物。我们期望供应商按照国际实验动物评估和认可委员会 (AAALAC) 标准、《实验动物饲养管理和使用指南》(第 8 版) 以及《动物福利法》所列联邦法规规定的实践开展研究。供应商应确保其在所有再鼎医药研究中使用的所有动物均获得与具体物种需求相符的人道对待和饲养管理, 并确保该等动物尽可能自然地生活 (例如群居、环境丰容)

Ethics in Research and Development

研发伦理

Zai Lab maintains the highest ethical, scientific, and medical standards in research activities. Suppliers are expected to uphold this commitment and must follow all applicable laws, regulations, and principles for protecting patients who participate in clinical trials and animals used in research as well as follow and review all approval procedures before initiating any type of research. Certain countries have strict human genetic research laws regarding the sharing of human genetic research and suppliers are expected to obey all applicable scientific, patent, regulatory and privacy laws, regulations and Zai Lab policies where we conduct research. When conducting research, our suppliers must obtain appropriate consent from subjects, protect patient privacy and confidentiality and ensure clinical trials and results are publicly disclosed as required. Suppliers must not participate in research misconduct of any kind, such as falsification or changing data or results.

在研究活动中, 再鼎医药遵循最高的道德、科学和医学标准。供应商也应恪守这一承诺, 必须遵循所有适用的法律法规以及保护临床试验受试者和实验动物的原则, 并在开始任何类型的研究之前, 遵循并审查所有审批流程。有些国家针对分享人类基因研究的信息制定了严格的法律。供应商应遵守所有与科研、专利、注册和隐私相关的法律法规及再鼎医药政策。在研究过程中, 供应商必须确保取得受试者的知情同意, 保护患者隐私和保密信息, 确保根据要求公开临床试验和试验结果。供应商不得参与任何不当的研究行为, 例如伪造、篡改试验数据或结果。

Suppliers must conduct all pre-clinical and clinical research in compliance with applicable international standards (e.g., the International Conference on Harmonization, Good Laboratory Practices, Good Clinical Practices and Good Manufacturing Practices) and to follow all Institutional Review Board (“IRB”) or other required research ethics protocols on human and animal research.

供应商必须在开展的所有临床前研究和临床研究中，遵循适用的国际标准（如国际人用药品注册技术协调会（ICH）、药物非临床研究质量管理规范（GLP）、药物临床试验质量管理规范（GCP）和药品生产质量管理规范（GMP）等），并严格遵守机构审查委员会（“IRB”）或其他应当遵守的人体和动物研究道德规范。

Data Privacy **数据隐私**

Suppliers have the responsibility to protect all information such as information from, or about, employees, patients, patient caregivers, patient advocacy groups, healthcare providers, clinical trials, partners, or other sources. We expect suppliers to preserve and protect the confidentiality of all data entrusted to their care, such as patient medical histories, genetic status, immunization records, clinical trial information, and other similar sensitive information. Suppliers must comply with all applicable industry guidelines, ethical standards, regulations, and laws as we collect, use, store, disclose, and transfer data. For example, China’s Regulation on Human Genetic Resources regulates the collection, storage, and sharing of human genetic resources, such as patient laboratory testing samples (e.g., blood, tissue) and data and information

供应商有责任保护所有来自员工、患者、护理人员、患者倡导组织、医疗卫生专业人士、临床试验、商业伙伴或其他渠道的信息。我们期望供应商对委托其保管的所有数据，例如患者病史、遗传状况、免疫接种记录、临床试验信息和其他类似敏感信息等，都尽职地予以保护和保密。在我们收集、使用、存储、披露和传输数据时，供应商必须始终遵守所有适用的行业准则、道德标准和法规法律。例如，《中华人民共和国人类遗传资源管理条例》对人类遗传资源的收集、存储和分享作出了明确规定，比如患者化验测试样本（如血液、组织）以及数据信息等

Workforce

Zai Lab is committed to conducting our business in a manner that respects the rights and dignity of all people. We will strive to prevent, mitigate and remedy adverse human rights impacts throughout our workplace, business operations and in the communities in

which we work. When it comes to Human Rights in our supply chain, we take inspiration from the UN Global Compact and the International Labor Organization (ILO) Standards. 再鼎医药致力于以尊重所有人的权利和尊严的方式开展业务。我们将努力预防、减轻和补救对我们的工作场所、业务运营和我们工作的社区不利的人权影响。对于供应链中的人权保护，我们受到了联合国全球契约组织和国际劳工组织（ILO）标准的启发。

Child Labor

禁止童工

Zai Lab expects its suppliers not to employ children below 14 years of age or, if higher than that age, the minimum age of employment permitted by the law of the country or countries where the work takes place, or the age of the end of compulsory schooling in that country or countries, whichever is higher.

再鼎医药的供应商不得雇佣未满 14 周岁或者（如果高于该年龄）开展工作所在国家/地区法律允许的最低就业年龄或该国/地区义务教育结束年龄（以较高者为准）的儿童。

We expect that young people under the age of 18, legally able to work, will not carry out any hazardous work (chemical handling, strenuous physical labor, etc.) or night shifts, and all applicable local laws are followed, including access to education, training, health checks and number of hours allowed to work, etc.

我们期望未满 18 周岁但具有合法工作资格的年青人不从事危险工作（化学处理、繁重的体力劳动等）、不上夜班，同时应遵循一切适用的地方法律，包括接受教育、培训、健康检查和允许工作的时数等。

Freely Chosen Employment

自由选择就业

Suppliers must not use forced, bonded, or indentured labor or involuntary prison labor. Suppliers must comply with all applicable anti-slavery and human trafficking laws.

供应商不得使用强迫、抵债或契约劳工或非自愿监狱劳工。供应商必须遵守一切适用的反奴隶制和人口贩运法律。

We have a zero-tolerance approach to modern slavery. Modern slavery is a crime and a violation of fundamental human rights. It takes various forms, such as slavery, servitude, forced and compulsory labor and human trafficking, all of which have in common the deprivation of a person's liberty by another to exploit them for personal or commercial gain.

我们对现代奴隶制持零容忍态度。现代奴隶制属于犯罪，是对基本人权的侵犯。现代奴隶制形式多种多样，例如奴役、劳役、强迫和强制劳动以及人口贩运，其共同特点在于一人剥夺另一人的自由，利用其谋取个人或商业利益。

We mandate the same zero tolerance of Modern Slavery from all of our contractors, suppliers and other business partners, and we expect that our suppliers will hold their own suppliers to the same high standards and alert us of risks they have uncovered in their supply chains.

对于采用现代奴隶制的承包商、供应商和其他业务合作伙伴，我们同样持零容忍态度。我们期望供应商要求其自身的供应商恪守同样的高标准，并就其在供应链中发现的风险向我们作出提示。

Fair Treatment

公平对待

Suppliers shall provide a workplace free of harassment, harsh and inhumane treatment, including any sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse of workers and no threat of any such treatment.

供应商应提供不受骚扰、苛刻与不人道待遇（包括性骚扰、性虐待、体罚、精神或身体处罚或者言语辱骂）也没有任何此类威胁的工作场所。

Zai Lab is an equal opportunity employer. We expect our suppliers to ensure job applicants are judged based solely on their qualifications and skillsets. Our suppliers should ensure that everyone is treated equally and respected regardless of an individual's race, color, religion, sex, pregnancy, sexual orientation, gender identity, national origin, age, disability, genetic information, or any other basis protected by applicable law in the countries where we operate, a policy that is documented in our Code of Business Conduct and Ethics. We do not tolerate unlawful discrimination.

再鼎医药是机会均等的雇主。我们期望供应商确保仅依据资质和技能对求职者进行评定。

供应商应确保每个人都会受到平等对待和尊重，不会因为种族、肤色、宗教信仰、性别、怀孕状况、性取向、性别认同、国籍、年龄、残疾、基因信息或所在国家法律保护的任何其他因素而受到差异对待。这项政策已纳入《商业行为和道德准则》中，我们绝不容许非法的歧视。

Wages, Benefits and Working Hours

工资、福利和工作时间

Zai Lab expects its suppliers to ensure the payment of wages in legal tender, at regular intervals no longer than one month, in full and directly to the workers concerned. Suppliers should keep an appropriate record of such payments. Deductions from wages are permitted only under conditions and to the extent prescribed by the applicable law, regulations or collective agreement, and suppliers should inform the workers concerned of such deductions at the time of each payment.

再鼎医药期望其供应商确保按照定期不超过一个月的间隔，以法定货币直接向相关工人全额发放工资。供应商应对工资发放保留适当的记录。只有在适用法律、法规或集体协议规定的条件下和范围内才允许扣减工资，如有扣减，供应商应在每次发放工资时告知相关工人。

Product Safety

产品安全

We expect our suppliers to ensure that patient health and safety are prioritized during all aspects of our drug discovery, development, manufacturing, and commercialization processes. Part of our product safety and quality process involves gathering information regarding adverse events and product quality complaints from our suppliers. We recognize that reporting adverse events or product quality complaints is not only required by law, it also is essential for HCPs being informed about the accurate efficacy and safety of our products.

我们期望供应商在药物发现、开发、生产和商业化阶段的各个方面都始终将患者的健康和放在首位。在产品安全和质量流程包含收集有关不良事件和供应商的产品质量投诉的相关信息。我们认识到，报告不良事件或产品质量投诉不仅是出于法律要求，这对于医疗卫生专业人士知晓我们产品的准确疗效和安全性也至关重要。

Suppliers must:

供应商必须：

Understand Zai Lab procedures for reporting and handling adverse events and product quality complaints

了解再鼎医药有关报告和处理不良事件和产品质量投诉的相关流程

Learn to recognize adverse events and product quality complaints when you come across them

学会及时识别不良事件和产品质量投诉

Report any adverse events or product quality complaints within 24 hours of which you become aware to your Zai Lab point of contact.

在您获知任何不良事件或产品质量投诉后的 24 小时内向您的再鼎医药联系人报告

Worker Protection 员工保护

Zai Lab understands our responsibility for the occupational health and safety of our employees and our broader workforce. We encourage our suppliers to align their OHS program to ISO 45001, and their environmental program to ISO 14001.

再鼎医药深知，公司有责任确保员工以及更大范围劳动力的职业健康安全。我们鼓励供应商按照 ISO 45001 制定其职业健康安全（OHS）计划，按照 ISO 14001 制定其环境计划
Conduct OHS risk assessments to identify the hazards that can cause harm in the workplace.

开展 OHS 风险评估，以识别工作场所中可能导致伤害的危险因素

Prioritize actions to address identified risks.

基于行动的优先级处理已识别风险

Integrate actions to prepare for and respond to emergency situations.

整合行动，准备好应对紧急情况

Establish targets for injury and illness risk reduction.

制定减少伤害和疾病风险的目标

Evaluate progress in reducing injury and illness potential.

评估减少潜在伤害和疾病风险的进展情况

Conduct internal inspections.

开展内部检查

Develop and implement procedures to investigate work-related injuries, ill health, diseases and incidents.

制定有关调查与工作相关的伤害、健康损害、疾病和事件的程序并严格实施

Provide OHS training to employees and/or other relevant parties to raise awareness and reduce OHS incidents.

为员工和/或其他相关方提供 OHS 培训，以提高他们的认识并减少 OHS 事件

Integrate OHS criteria in procurement and contractual requirements.

将 OHS 标准纳入到采购和合同要求中

Environment

Zai Lab's mission to improve health and life worldwide includes an abiding commitment to the health of our planet. Zai Lab has established and maintains procedures to comply with environmental laws, regulations, standards, and other requirements in all countries where it has operations. As a rapidly expanding and growing organization, the company is putting into place standards, policies, and procedures to meet needed environmental goals and to protect against current and future environmental risks.

在改善全球人类健康和生活的同时，坚决爱护地球也是我们的使命。再鼎医药已经制定并维护相关流程以遵守所有开展业务运营的国家/地区的环境法律、法规、标准和其他要求。作为一家正在快速发展壮大的公司，我们正在制定相关标准、政策和流程，以实现所需的环境目标并防范当前和未来的环境风险。

We expect our suppliers to conduct business in accordance with applicable local and national environmental laws. Where no local regulations exist, suppliers are expected to operate in a manner that does not pose risks to the environment.

我们期望供应商按照适用地方和国家环境法律开展业务。如果没有相关地方法规，供应商应以不会对环境带来风险的方式开展经营。

Suppliers should also implement an appropriate environmental management system comparable with the requirements of ISO 14001 and are encouraged to gain third party certification of compliance.

供应商还应实施与 ISO14001 要求相当的适当环境管理系统，且最好能获得第三方合规认证。

Management Systems

Suppliers should have robust systems in place to ensure:

供应商应实施健全的系统，以确保：

Compliance with all applicable laws, regulations, and standards wherever the Supplier operates

遵守供应商开展经营所在地的一切适用法律、法规和标准

Communication of the principles set forth in this Code throughout their supply chain

向整个供应链传达本准则所列的原则

We encourage our suppliers to reach out to your Zai Lab point of contact with any questions about this Code.

如果对本准则有任何疑问，请联系您的再鼎医药联系人。