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Pearl Holding III Limited

Supplier Corporate Social Responsibility Code of Conduct

Effective From:	12/01/2018	Status:	Issued
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Document Change History

Version.	Date	Originated By	Approved by CEO	Signed off by CEO	Change Description
E-1.0	10/31/2018	Charlie Xu	Peter Chan		Initial Release

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1.0 Purpose

Pearl Holding III Limited is committed to achieving universal ethical trading standards throughout its business operations and all parts of its supply chain, and to ensure that the working conditions in Pearl Holding III Limited and its subsidiaries and its supply chain are safe, that workers are treated with respect and dignity, and that business operations and manufacturing processes are environmentally responsible and conducted ethically.

This Code is intended to promote safe and fair working conditions and an environmentally friendly manufacturing process, to make responsible sourcing decisions and to protect our mutual commercial interests.

Pearl Holding III Limited (Pearl) Supplier Corporate Social Responsibility Code of Conduct sets out the minimum standard that Pearl expects itself, all its subsidiaries and all its suppliers and their subcontractors to meet in its operations.

Pearl Holding III Limited realizes that working in a multicultural environment with different social, political backgrounds and different economic framework is a big challenge. The goal is to undertake measures and continuous improvements in favor of and to benefit all parts of the supply chain and to build long term partnerships with all parts of the supply chain in fully transparent way.

2.0 Definitions

“Code” refers to the Pearl Holding III Limited Supplier Corporate Social Responsibility Code of Conduct.

“Supplier” means any contractor, subcontractor, person, or supplier who contracts with Pearl Holding III Limited and all its subsidiaries, and is engaged in producing, assembling, handling, packaging goods and in providing services for Pearl Holding III Limited and all its subsidiaries.

“Workers” or “Employees” means all employees (including temporary and agency employees), management team and officers in Pearl Holding III Limited, in all its subsidiaries and in its supplier chain.

“Whistleblower” means any person or supplier who makes a disclosure about improper conduct by an employee or officer of a company, or by a public official or official body. The whistleblower's role is as a reporting party. He/she is not an investigator or a finder of facts and he does not determine the appropriate corrective or remedial action that may be warranted.

“Pearl” or “Group” or “the Company” means Pearl Holding III Limited and all its subsidiaries.

3.0 Responsibility

Maintenance and implementation of this document is the responsibility of the Pearl Holding III Limited Supplier Corporate Social Responsibility Compliance Team

4.0 Scope and Introductions

Pearl and its suppliers shall comply with all legal requirements relevant to their business. Where the obligations in the Code of Conduct are more rigorous than those specified by the relevant national laws then the obligations in the Code of Conducts will prevail.


Suppliers are obliged to ensure that the standards set out in the Code of Conduct are not only observed in their own facilities but also communicate to their own supplier and actively monitor its conformance to the Code and its Management System as described herein.

The Code will be subject to audits conducted by Pearl Holding III Limited (and/or by external monitors) with or without notice, to assess compliance with this Code. Violations of this Code may result in immediate termination as a Pearl Holding III Limited Supplier and in appropriate legal action.

The Code is modeled on and contains language from the Responsible Business Alliance Code of Conduct (EICC). Recognized standards such as the Universal Declaration of Human Rights (UDHR), and standards issued by organizations such as the International Labor Organization (ILO), Social Accountability International (SAI), and the Ethical Trading Initiative (ETI) were used as references in preparing this Code and may be useful sources of additional information. A complete list of references is provided at the end of this Code.

As an extension of the Code, Pearl Holding III Limited may maintain a series of detailed Standards or guidelines that

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clarify the expectations for compliance. Pearl will provide written notification to suppliers of any changes and/ or variation to this Code of Conduct from time to time.

Pearl Holding III Limited is determined to work with Suppliers who respect the following basic principles:

4.1 Labor Practice and Human Rights

Pearl Holding III Limited believes all workers in our daily business operations and supply chain deserve a fair and ethical workplace. We must respect workers with the utmost dignity. Supplier must commit to uphold the human rights of workers. This applies to all workers including temporary, migrant, student, contract, direct employees, and any other type of worker in daily business operations and supply chain.

4.1.1 No Child Labor and Juvenile Protection

Child labor is strictly prohibited. Pearl and its suppliers shall not employ child labor.

Suppliers may employ juveniles who are older than the applicable legal minimum working age but are younger than 18 years of age

- The minimum age for employment or work is older than the age of 15 years, or the age for completing compulsory education, or the minimum age for employment in the country, whichever is greatest.
- Pearl Holding III Limited does not prohibit the participation in legitimate workplace apprenticeship programs that are consistent with International Labor Organization Minimum Age Convention No. 138 which comply with all laws and regulations.
- Workers under the age of 18 shall not perform work that is likely to jeopardize the health, safety, or morals of workers, consistent with ILO Minimum Age Convention No. 138 which comply with all laws and regulations.
- Supplier must comply with all applicable laws and regulations for juvenile labor employment.

4.1.2 No Forced or Prison Labor


There shall be no forced, bonded, indentured, involuntary labor, prison labor, slavery or trafficking of human being. All Workers must not be forced to work against their will and must be respected the rights of reasonable freedom of movement.

- Forced, bonded (including debt bondage) or indentured labor, involuntary & prison labor, slavery or trafficking of persons is unacceptable. This includes transporting, harboring, recruiting, transferring or receiving vulnerable persons by means of threat, force, coercion, abduction or fraud for the purpose of exploitation.
- All work must be voluntary and workers must be respected with reasonable freedom of movement in workplace as leaving work for basic liberties or terminating their employment.
- Workers must not be required to surrender any government issued identification, passports, or work permits as a condition of employment.
- Pearl and its suppliers shall ensure that third party agencies providing workers to supplier are compliant with the provisions of the Code and the laws of the sending and receiving countries, whichever is more stringent in its protection of workers.
- Where workers are required to pay a fee in connection with obtaining employment, Pearl and its suppliers shall be responsible for payment of all fees and expenses in excess of the amount of one month of the worker's anticipated net wages. Such fees and expenses include, but are not limited to expenses associated with recruitment, processing or placement of both direct and contract workers.
- In compliance with applicable laws and regulations, Pearl and its suppliers shall provide all employees with written and understandable information, such as an employment contract to specify about their employment conditions, wages, working hours, benefits and other employment terms no later than workers on-board date.

4.1.3 Anti-Harassment and Abuse

All workplace shall be free of harassment. Employees shall be treated with respect and dignity.

Physical abuse or discipline, the threat of physical abuse, sexual or other harassment and verbal abuse or other forms of intimidation in workplace shall be prohibited

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- Workers shall not be threatened with or subjected to harsh or inhumane treatment, including sexual harassment, sexual abuse, corporal punishment, mental coercion, physical coercion, verbal abuse or unreasonable restrictions on entering or exiting company provided facilities.
- Disciplinary policies and procedures in support of these requirements shall be clearly defined and communicated to workers.
- Disciplinary procedure should always include an escalating series of verbal and written warnings including an internal enquiry prior to suspension or dismissal.

4.1.4 Anti-Discrimination

Discrimination in any form is prohibited and all workplace shall be free of unlawful discrimination.

- Pearl and its suppliers shall not discriminate against any worker based on race, ethnicity, caste, color, age, gender, sexual orientation, disability, pregnancy, religion, political affiliation, union membership, national origin, or marital status in hiring and employment practices such as applications for employment, promotions, rewards, access to training, job assignments, wages, benefits, discipline, and termination.
- Pearl and its suppliers shall not require a pregnancy test or discriminate against pregnant workers except where required by applicable laws or regulations or prudent for workplace safety.
- In addition, Pearl and its suppliers shall not require workers or potential workers to undergo medical tests that could be used in a discriminatory way except where required by applicable law or regulation or prudent for workplace safety.

4.1.5 Working Hours and Overtime

Working hours shall not be excessive and shall comply with national limits or industry benchmark standards. Involuntary overtime must be prohibited.

- Pearl and its suppliers shall respect and comply with the national law or industry benchmark standards or relevant international standard of not exceeding 60 hours per week including overtime (a maximum of 48 hours regular work plus 12 hours overtime) except in emergency or unusual situations.
- Pearl and its suppliers shall ensure that workers take at least one day (24 consecutive hours) off per seven-day week (6 consecutive days).
- Pearl and its suppliers shall respect all employees' right to breaks during their work shifts based on local applicable laws or regulations.
- All overtime shall be voluntary

4.1.6 Wages and Benefits


Workers shall be paid at least the minimum wage with benefits required by law and/or contract.

- Pearl and its suppliers shall pay all workers the regular working hours at least the minimum wage required by applicable laws and regulations and provide all legally mandated benefits.
- Workers shall be compensated for overtime at the premium rate required by applicable laws and regulations.
- Pearl and its suppliers shall not use deductions from wages as a disciplinary measure.
- Pearl and its suppliers shall offer vacation time, leave periods, and holidays consistent with applicable laws and regulations.
- Pearl and its suppliers shall pay workers in a timely manner via pay stub or similar documentation.
- All use of temporary and outsourced labor shall be paid within the limits of the local law.

4.1.7 Freedom of Association

Open communication and direct engagement between workers and management are the most effective ways to resolve workplace and compensation issues.

- Workers must be respected with the rights to associate freely, form and join labor unions or workers organizations of their own choice, seek representation, bargain collectively and join worker councils in accordance with local applicable laws and regulations.

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- Workers must be able to openly communicate and share grievances with management regarding working conditions and management practices without fear of harassment or retaliation.
- No discrimination against employee's representatives such as union member or other worker's association representatives.

4.2 HEALTH and SAFETY

Pearl and its suppliers shall comply with relevant laws and regulations to ensure workers operate in safe working conditions where appropriate safe measures are in place to prevent accidents and potential occupational hazards and risks. Pearl and its suppliers must have policy and system in place to detect, identify, avoid and respond to potential risks to the safety and health of workers.

Workers shall have the right to refuse unsafe work and to report unhealthy working conditions.

Recognized management systems such as ISO45001 (OHSAS 18001) and ILO Guidance on Occupational Health and Safety were used as references in preparing the Code and may be a useful source of additional information.

4.2.1 Health and Safety Permits and Reports

Pearl and its suppliers shall obtain, keep current, and comply with all required health and safety permits & reports.

4.2.2 Occupational health and Safety Management

Pearl and its suppliers shall identify, evaluate, and manage occupational health and safety hazards through a prioritized process of hazard elimination, substitution, engineering controls, administrative controls, and/or personal protective equipment.

- Physical safety hazards in workplace (e.g., building structure, electrical and other energy sources, fire, vehicles, and fall hazards) shall be eliminated where possible.
- Where physical hazards cannot be eliminated, appropriate engineering controls such as proper design, physical guards, interlocks, and barriers shall be in place.
- Where appropriate engineering controls are not possible to eliminate the physical hazards, appropriate administrative controls such as preventative maintenance and safe work procedures (including lockout/tagout), and ongoing safety training shall be in place.
- Pearl and its suppliers shall identify, evaluate, and control worker exposure to hazardous chemical, biological, and physical agents where possible and comply with applicable laws and regulations.
- Where hazards cannot be adequately controlled by these means, workers are to be provided with appropriate, well-maintained, personal protective equipment.

4.2.3 Emergency Preparedness and Response


Pearl and its suppliers shall identify and assess potential emergency situations and develop and implement emergency plans and response procedures for each situation that will minimize harm to life, environment, and property.

- Pearl and its suppliers shall anticipate, identify, and assess emergency situations and events and minimize their impact by implementing emergency plans and response procedures, including emergency reporting, worker notification and evacuation procedures, worker training and drills, appropriate first-aid supplies, and recovery plans.
- Pearl and its suppliers must maintain all facilities in good fire safety conditions with appropriate fire detection and suppression equipment, adequate exit facilities in accordance with the applicable laws and regulations or industry benchmark standards or relevant international standards.
- Pearl and its suppliers shall incorporate C-TPAT security criteria into their business processes as described in the U.S. Customs website, www.cbp.gov.

4.2.4 Incident, Occupational Injury and Illness management

Pearl and its supplier shall have a management system to report health and safety incidents, near-misses, and occupational injury or illness, as well as a system to investigate, track, and manage incident with written reports.

- Pearl and its suppliers must eliminate and reduce the occupational injury and illness risk where possible.

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- Pearl and its suppliers shall establish procedures and systems to prevent, manage, track, and report occupational injury and illness. Such procedures and systems shall encourage worker reporting, classifying and recording injury and illness cases, provide necessary medical treatment, investigate cases and implement corrective actions to eliminate their root causes, and facilitate the workers' return to work.

4.2.5 Ergonomics

Pearl & its suppliers shall identify, evaluate, and control worker exposure to physically demanding tasks, including manual material handling, heavy or repetitive lifting, prolonged standing, and highly repetitive or forceful assembly tasks.

4.2.6 Sanitation, Dining and Dormitory

Any accommodation provided for workers must be safe with durable construction, clean and suitable for residential use.

- Workers are provided with clean toilet facilities, potable drinking water with unrestricted access in workplace.
- Worker dormitories provided by the supplier or a labor agent are maintained with cleanness and physical / fire safety prevention, and provided with appropriate emergency egress, hot water for bathing and showering, adequate heat and ventilation, and reasonable personal space with full respect to privacy and reasonable entry and exit privileges.
- Accommodation in any time must be separate from production areas and segregated by gender.
- For worker food provided by the supplier or a third-party agency, the supplier shall manage and control food preparation and storage facilities in sound sanitation in accordance with applicable law. The dining facilities shall be in place if it is applicable.

4.2.7 Worker Health & Safety Engagement

Workers shall be provided with appropriate workplace health and safety training in their primary language.

- Workers are encouraged to report and input regarding health and safety issues in the workplace without fear of retaliation.
- Suppliers shall provide workers with appropriate workplace health and safety information and training, including written health and safety information and hazard warnings in the primary language of the workers be clearly posted in the facility.

4.3 ENVIRONMENT

Pearl and its suppliers shall have a responsibility to protect human health and the environment by meeting applicable environmental legislation including reducing the environmental impact of their designs, manufacturing processes, and waste emissions.

4.3.1 Environmental Permits, Approval and Reporting

- Pearl and its suppliers must obtain, maintain and keep current all required environmental permits, approvals, registrations and reports.
- Pearl and its suppliers must follow the operational and reporting requirements of such permits, approvals and registrations.


4.3.2 Regulated Substances Management and Restrictions

- Pearl and its suppliers shall establish procedures and management systems to identify the chemicals and other materials posing a hazard if released to the environment and comply with applicable laws and regulations regarding prohibition or restriction of specific substances posing a hazard if released to the environment.

4.3.3 Hazardous Waste Management

- Pearl and its suppliers shall develop a systematic program to identify, reduce, manage and responsibly dispose of hazardous waste in accordance with applicable environmental laws and regulations to ensure their safe handling, movement, storage, usage and disposal.
- Pearl and its suppliers shall turn to qualified vendors for hazardous waste manifesting as required by applicable laws and regulations with complete documentation.

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4.3.4 Wastewater and Storm Water Management

- Pearl and its suppliers shall characterize, monitor, control, and treat wastewater generated from operations, industrial processes and sanitation facilities before discharge or disposal as required by applicable laws and regulations.
- Pearl and its suppliers shall take appropriate precautions to prevent contamination of storm water runoff from its facilities.
- Pearl and its supplier shall conduct routine monitoring of the performance of its waste water and storm water control systems with complete documentation

4.3.5 Air Emissions Management

- Pearl and its suppliers shall characterize, manage, monitor, control and treat air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting chemicals, and combustion by-products generated from operations, industrial processes and sanitation facilities as required by applicable laws and regulations before discharging.
- Pearl and its supplier shall conduct routine monitoring of the performance of its air emission control systems with complete documentation

4.3.6 Boundary Noise Management

- Pearl and its suppliers shall identify, control, monitor noise generated by the facility that affects boundary noise levels in accordance with the applicable laws and regulations.

4.3.7 Non-Hazardous Waste Management and Resource Reduction

- Pearl and its suppliers shall characterize, manage, control and dispose of non-hazardous solid waste generated from operations, industrial processes and sanitation facilities in accordance with the applicable laws and regulations.
- Pearl and its suppliers shall take appropriate conservation measures in their manufacturing process as production, maintenance and facilities by segregating, recycling, re-using, or substituting materials in accordance with applicable laws and regulations.

4.4 BUSINESS ETHICS

Pearl expects the highest standards of ethical conduct in our business operations. Pearl and its suppliers shall always be ethical in every aspect of its business, including relationships, practices, sourcing, and operations.

4.4.1 Business Integrity

Pearl will not tolerate, permit or engage in bribery, corruption or unethical practices with stakeholders in its business operations.

- Corruption, extortion, and embezzlement, in any form, are strictly prohibited.
- Pearl and its suppliers shall not violate the Foreign Corrupt Practices Act (FCPA), any international anti-corruption conventions, and applicable anti-corruption laws and regulations of the countries in which they operate.
- Pearl and its suppliers must have a zero tolerance policy to prohibit any and all forms of bribery, corruption, extortion and embezzlement (covering promising, offering, giving or accepting any bribes) or other means to obtain an undue or improper advantage.

4.4.2 Disclosure of Information


Falsification of records or misrepresentation of conditions or practices in business operations are unacceptable.

- Pearl and its suppliers must transparently perform, accurately record and disclose information regarding their business activities, structure, financial situation, and performance in labor, health and safety, and environmental practices in accordance with applicable laws and regulations and prevailing industry practices.

4.4.3 Intellectual Property Protection

- Pearl and its suppliers shall respect intellectual property rights and take proper actions to safeguard customer information, and transfer of technology and know-how is to be done in a manner that protects intellectual property rights.

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4.4.4 Identity and Privacy Protection

An anonymous complaint mechanism shall be respected to employee for reporting workplace grievances with full confidentiality and free of retaliation.

- Pearl and its suppliers must develop programs that ensure the confidentiality and protection of whistleblowers and no retaliation against employees who participate in such programs in good faith.
- Pearl and its suppliers shall respect an anonymous complaint mechanism to report workplace grievance.
- Pearl and its suppliers must protect the reasonable privacy expectations of personal information of everyone they do business with, including suppliers, customers, consumers and employees when personal information is collected, stored, processed, transmitted, and shared.

4.4.5 Responsible Sourcing

Materials and minerals in Pearl’s operations must be sourced in a responsible manner with safe working conditions which include areas associated with conflict, worst forms of child labor, forced labor and human trafficking and other severe health and safety risks and negative environmental impacts.

- Pearl and its suppliers shall have a reasonable sourcing policy and system in place in line with the Organization for Economic Cooperation and Development (OECD) Due Diligence Guidance for responsible supplier chain.
- Pearl and its suppliers shall exercise due diligence to the best of its abilities to assure that the tantalum, tin, tungsten and gold in the products they manufacture does not directly or indirectly finance or benefit armed groups or other criminal organizations that are perpetrators of serious human rights abuses.
- Pearl and its suppliers shall exercise reasonable and appropriate due diligence on relevant materials in their supply chains and make available the evidence of the due diligence measures they have taken upon request.

4.4.6 Community Engagement

- Pearl and its suppliers are encouraged to engage the community to help foster social and economic development and to contribute to the sustainability of the communities in which they operate.

4.5 MANAGEMENT SYSTEM

Pearl and its suppliers must adopt or establish a management system designed to ensure compliance with this Code and applicable laws and regulations, identify and mitigate related operational risks, and facilitate continuous improvement. ISO 14001, ISO45001 (OHSAS 18001), SA 8000, Eco Management and Audit System (EMAS) may be useful resources.

The management system should contain the following key elements:

4.5.1 Company Commitment


- Pearl and its supplier’s executive management shall endorse a corporate social responsibility and commitment to compliance and continuous improvement.
- The corporate social responsibility commitment shall be posted in the primary local language at their all worksites.

4.5.2 Management Accountability and Responsibility

- Pearl and its suppliers clearly identify company management representative(s) responsible for ensuring implementation and periodic review of the status of the management systems and associated programs.

4.5.3 Legal and Customer Requirements Identification and Documentation

- Pearl and its suppliers shall have process to identify, monitor, and understand applicable laws and regulations and the additional requirements imposed by this Code.
- Pearl and its suppliers shall obtain, maintain and keep current a valid business license and other permits or approval as required by applicable laws and regulations.

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- Creation of documents and records to ensure regulatory compliance and conformity to this Code, with appropriate confidentiality measures to protect privacy.

4.5.4 Risk Assessment and Risk Management

- Pearl and its suppliers shall manage a process to identify and assess labor practice and human rights, environment, health and safety, business ethics legal compliance risks associated with their operations, determine the relative significance of each risk.
- Pearl and its suppliers shall implement appropriate controls procedure to manage the identified risks and ensure regulatory compliance.

4.5.5 Performance Objectives and Implementation Measures

- Pearl and its suppliers shall work out written standards, performance objectives, targets, and implementation plans, including a periodic assessment of the Supplier's performance against those objectives.

4.5.6 Audits and Assessments

- Pearl and its suppliers shall conduct periodic self-evaluations to ensure compliance with this Code and with applicable laws and regulations with complete documentation.
- Pearl and its suppliers shall conduct periodic evaluations to ensure that its subcontractors and its next-tier suppliers are complying with this Code and with applicable laws and regulations with complete documentation.

4.5.7 Training and Communication

- Pearl and its suppliers shall work out programs for training managers and workers to implement the policies and procedures and fulfill improvement objectives based on this code.
- Pearl and its suppliers shall manage a process for communicating clear and accurate information about its performance, practices, and expectations to its stakeholders as workers, suppliers, and customers.
- Pearl and its suppliers shall have an ongoing process to obtain feedback on processes and practices related to this Code and to foster continuous improvement.

4.5.8 Corrective Action Process

- Pearl and its suppliers shall have a process for timely correction of deficiencies identified by internal or external assessments, inspections, investigations and reviews.

REFERENCES

The following standards were used in preparing this Code and may be a useful source of additional information.

The Responsible Business Alliance (RBA) formerly known as the Electronic Industry Code of Conduct (EICC)

<http://www.responsiblebusiness.org/standards/code-of-conduct/>

The US Customs website (or other website established for such purpose by the U.S. government) for C-TPAT

www.cbp.gov

Eco Management & Audit System


<https://www.bsigroup.com/en-GB/emas-eco-management-and-audit-scheme/>

Ethical Trading Initiative

www.ethicaltrade.org/

ILO International Labor Standards

<http://www.ilo.org/global/standards/lang--en/index.htm>

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ILO Code of Practice in Safety and Health

www.ilo.org/public/english/protection/safework/cops/english/download/e000013.pdf

ISO 14001

www.iso.org

National Fire Protection Agency

<http://www.nfpa.org/codes-and-standards>

OECD Guidance for Multinational Enterprises

www.oecd.org

ISO45001 (OHSAS18001)

www.bsi-global.com/index.xalter

SA 8000

www.sa-intl.org

SAI

www.sa-intl.org

United Nations Convention Against Corruption and Economic Crime

<http://www.unodc.org/unodc/en/corruption/index.html?ref=menuse>

Foreign Corrupt Practices Act

<https://www.justice.gov/criminal-fraud/foreign-corrupt-practices-act>

United Nations Global Compact

www.unglobalcompact.org

Universal Declaration of Human Rights

<https://www.ohchr.org/EN/pages/home.aspx>

UN Norms on the Responsibilities of Transnational Corporations and other Business Enterprises with Regard to Human Rights

www.ohchr.org

Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010.

<http://www.sec.gov/about/laws/wallstreetreform-cpa.pdf>

The California Transparency in Supply Chains Act of 2010