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**Super Cheap Auto Group Limited**  
超值汽車用品集團有限公司

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**ETHICAL SOURCING POLICY**

採購道德規範

Authorised by: Managing Director 批准人： 執行董事	Last revision date: January 2009 最新修訂日： 2009年元月
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**SUPERCHEAP AUTO GROUP ETHICAL STANDARDS**  
**超值汽車用品集團員工行為道德標準**

Super Cheap Auto Group (“**SCA Group**”) maintains ethical standards as a general principle so that it:

超值汽車用品集團（超值集團）員工行為道德標準的基本準則：

- Acts in accordance with its Group values in the communities in which it operates:  
恪守公司價值觀念
- Acts proactively in a way that benefits the community;  
積極造福服務社區
- Does no harm to those in the community;  
不危害社區居民
- Respects fundamental human rights;  
尊重基本人權
- Treats team members fairly;  
公正對待員工
- Acts with integrity towards its customers, shareholders and the communities in which it operates:  
誠懇公正地對待顧客, 股東以及服務社區居民
  - Supports charitable works  
支持慈善事業
  - Does not manufacture and / or market products that are intrinsically harmful  
杜絕製造與銷售有害產品
  - Makes environmentally responsible choices of product and packaging  
在選擇產品和包裝時考慮環保責任
  - Maintains compliance with applicable laws and regulations  
遵循法律法規要求

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- Chooses to work with others who have complementary values and principles  
尋求具有對等價值與準則的業務夥伴。
- Makes a profit for its shareholders.  
為股東創造價值。

### 1. Statement of Principles that Underpin our Ethical Sourcing Policy

#### 採購道德規範基本原則

- 1.1 Our goal is to source good value products that are safe to use and fit for the purpose for which they will be reasonably used by the customer. Central to this goal is a belief that our products be made in a way that respects the people who manufacture them and those trading partners who share in the process.  
我們的目標是採購良好價值產品。這些產品必須適合顧客的合理用途。此目標的基本內涵包括我們相信我們的產品的製造者尊重其員工及其合作夥伴。
- 1.2 Through our Ethical Sourcing Policy we work to ensure expectations and relevant regulatory requirements are met in regard to safe working conditions, legal working hours and reasonable pay for work done.  
通過聲明此道德規範我們致力於確保我們產品的製造者能有安全的工作環境, 法定的工作時間限制, 和合理的工作報酬。
- 1.3 Our preferred suppliers shall, as a minimum, comply with all applicable environmental laws and regulations relating to the environmental impact of their business.  
我們偏好的供應商應至少遵守與其業務相關的環保法律與法規。
- 1.4 Sound supplier relationships are an integral part of our sourcing activities and as such we strive to apply our company values in our dealings:  
良好的供應關係是我們採購行為的有機組成部分, 因此我們致力於在採購活動中體現我們的公司價值
- 1.4.1 Adhere to our internal Principles of Engagement  
恪守內部業務準則
  - 1.4.2 Deal honestly and responsibly in regard to commercial negotiations  
商業談判誠實與負責任
  - 1.4.3 Conduct our sourcing in line with our Code of Conduct and our Gifts & Gratuities Policy  
遵守公司行為守則和禮品與優惠待遇政策
  - 1.4.4 Allow opportunity for suppliers to rectify issues  
給供應商爭辯的機會
  - 1.4.5 Provide advance notice regarding supply changes and transition plans to utilise finished product or usable packaging inventories.  
提前通知採購變化以及過渡計劃以便利合理利用完工產品或可用包裝。

### 2. Suppliers, Agents, Distributors and Service Provider Compliance 供應商, 代理商, 物流商和服務商合規要求

- 2.1 It is expected that suppliers, agents, distributors and intermediaries comply and act in accord with the SCA Group Ethical Sourcing Policy and can provide relevant independent audits, necessary certificates and

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patent compliance documentation to demonstrate adherence.

我們期望供應商, 代理, 物流和中介商遵循超值集團的採購道德規範並能提供相應的獨立審計, 執照與證書, 專利等合規文件以資證明。

2.2 The term 'suppliers' in this policy document applies to Agents, Distributors and Intermediaries that participate in the various stages of the supply chain in securing and delivering goods and services to the SCA Group. 在這裡, 供應商包括超值集團供應鏈中的供應代理, 分銷商, 中介。

2.3 We may employ a Third Party Independent Auditor to conduct assessment of suppliers, including:

我們有權利與責任聘請獨立的第三方獨立審計師評估供應商, 包括:

2.3.1 Factory audits to consider workers' accommodation standards, workplace conditions and wages benchmarked to a clearly defined criteria

工廠審計以決定工人住宿標準, 工作環境, 工資水平符合明確規定的參照標準。

2.3.2 New suppliers are screened before they are given an order  
新的供應商必須篩選后才能訂貨

2.3.3 Audits are conducted on new suppliers and based on levels of non critical compliance. Corrective requirements are reviewed on a supplier specific schedule maintained in our Liberty Sourcing Application as part of our critical path management process  
我們採用 Liberty 採購軟件紀錄與跟蹤(包括關鍵綫路工作流程) 新供應商的審計結果, 非關鍵合規審計發現的改進要求與進展。

2.3.4 All suppliers are briefed about these standards and their obligation to meet them

我們將知會所有供應商這些標準和他們滿足這些標準的責任與義務。

2.3.5 Suppliers sign a Supplier PO Terms Agreement which formalises their commitment.

供應商需簽署採購合同條款及細則以正式明確其承諾。

### 3. Labour Relations

#### 勞資關係

We expect suppliers to adopt sound labour practices and to treat their employees fairly, in accordance with local laws and regulations relating to labour and employment.

我們期望供應商採用良好的勞資關係標準, 善待員工, 遵守當地勞動就業法律法規。

### 4. Labour Relations Factory Audits

#### 勞資關係工廠審計

Factory audits consider workers' accommodation standards, workplace conditions and wages.

工廠審計主要涉及工人的住宿條件, 工作環境, 和工資水平。

- Specific checklist items –  
檢查清單包括

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- Employment Age\*\*  
員工年齡
  - Hours and Wages,  
小時工資
  - Health and Safety, \*\*  
健康與安全
  - Forced Labour \*\*  
強制勞工
  - Discrimination. \*\*  
歧視
- These are benchmarked to Federal / National Conditions and comprise of observation, management and employee interviews.  
審計標準參照聯邦/國家政策要求, 審計手段包括觀察, 訪談管理層與工人.
  - \*\* Are critical items and must achieve '0' failure  
\*\* 為關鍵項目, 必須 0 項不合格
  - Non critical are noted and advised for improvement and agreed review periods.  
非關鍵項目紀錄報告並給與改善建議和約定再審時間.

### 5. Environmental Requirements

#### 環保要求

- 5.1 Environmental Standards - Our preferred suppliers shall, as a minimum, comply with all applicable laws and regulations relating to the environmental impact of their business.  
我們偏好的供應商應至少遵守與其業務相關的環保法律與法規.
- 5.2 Supplier compliance with environmental law shall include any international or applicable local laws affecting the source of materials and processes used to manufacture products.  
供應商的環保合規要求應包括國際和適用地方法律法規, 涉及供應產品的材料和製造過程.
- 5.3 Detailed performance standards are a matter for suppliers, but should address at least the following:  
詳細標準由供應商自己定奪, 但必須包括以下條款:
  - 5.3.1 Waste Management: - Waste is minimised and items recycled wherever practicable. Effective controls of waste in respect of ground, air, and water pollution must be adopted.  
廢品管理:--盡量減少和循環利用廢品/材料. 有效控制空氣, 水和土污染.
  - 5.3.2 Packaging and Paper: - Undue and unnecessary use of materials shall be avoided, and recycled materials should be used wherever

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appropriate

包裝與紙張:--避免不必要的材料使用並盡量採用再生材料.

- 5.3.3 SCA Group is a signatory to the Australian Government's National Packing Covenant and requires suppliers to comply with the relevant standards.

超值集團是澳大利亞政府國家包裝公約的簽署人之一, 並要求其供應商遵守該公約

### 6. Conflict of Interest 利益冲突

- 6.1 Suppliers and contractors must avoid any situation that may involve a conflict or the appearance of a conflict between their personal interests and the interests of SCA Group.

供應商及承包商必須避免任何有關其員工與超值集團有利益衝突的情形發生. 該利益衝突不論是實際發生的, 或者是好像可能發生的.

- 6.2 Each supplier and contractor must make prompt and full disclosure to the SCA Group of any situation which may involve a conflict of interest.

Conflicts of interest include, but are not limited to:

供應商和承包商必須及時無保留知會超值公司任何可能涉及利益衝突的行為與事件, 包括但不限於:

- 6.2.1 Ownership of a significant financial interest in any competitor of SCA Group.

持有超值競爭對手的財務 (包括投資) 利益

- 6.2.2 Serving as a director, officer, partner, consultant or in any capacity with a competitor of SCA Group.

擔任超值集團競爭對手董事, 業務職位, 合夥人, 諮詢工作或其他業務.

- 6.2.3 Acting as a broker, finder or other intermediary for the benefit of a third party in transactions involving SCA Group or its interests.

服務/受惠于第三方中介, 機會發現人, 或中間人而涉及超值集團業務交易和利益

- 6.2.4 Any other arrangement or circumstance, including family or other personal relationships, which might influence the supplier or contractor from acting in the best interests of SCA Group.

其他情形包括家人, 和關係密切人士, 其能影響供應商和承包商而使超值集團的最佳利益受到影響.

### 7. Group Response to Persistent Non Compliance 集團對持續非合規的反應

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There may be occasions where a minority of suppliers will not share SCA Group's commitment to ethical sourcing and demonstrate such by not co-operating or failing to address identified breaches within agreed timeframes and/or over a number of successive audits.

少數供應商有可能不尊重超值集團採購道德準則的承諾並表現出不合作, 不能及時改進或連續不能達到審計要求。

In such circumstances, SCA Group may initiate steps to secure alternative sources of supply.

鑒于此, 超值集團將採取措施另找供應渠道。

### 7.1 Escalation Procedures

升級處理

Any consideration to de-list a supplier is a last resort and of such significance that a final decision will involve the senior management team. 採購商除名考慮實乃萬不得已, 高層管理人員將涉及此重要事務。

7.1.1 Non compliance by a supplier to one of the SCA Group's brands is likely to have a flow on effect to other brands as all are bound by SCA Group's Ethical Sourcing Policy

供應商的一個品牌的非合規行為會對其供應給集團的其他品牌造成連帶影響, 因為集團採購道德規範覆蓋集團所有產品。

7.1.2 Only after every effort has been made to encourage a supplier to become compliant without a satisfactory outcome, should the brand's Merchandise Team and Overseas Sourcing Team where applicable, make a joint recommendation to delist a Supplier  
僅當要求供應商改善合規的努力都失敗后, 該品牌的產品部和集團海外採購將聯合作出除名建議。

7.1.3 The recommendation should be made to the most relevant Merchandise General Manager and Overseas Sourcing General Manager

該建議將提交給負責該品牌的產品總經理和海外採購總經理。

7.1.4 The General Managers will either sanction the recommendation(s) for delisting, or to initiate alternate steps as warranted. This may include further discussions or negotiations with the Supplier or consultation with the Group Leadership Team

兩位總經理將批准除名或採取其他必要措施, 包括再給該供應商機會, 或商談補救措施, 或上報集團領導班子。

7.1.5 In such circumstances, it is imperative that consultation occurs between the SCA Group's retail brands' members so that actions and decisions may be applied consistently.

上述情況發生時, 集團零售相關成員必須及時得到通知或諮詢, 以便採取一致行動和決定。

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### 7.2 Managing Supplier Delisting 除名管理

7.2.1 It is imperative that any decision to delist a supplier is managed with due consideration of all of the legal implications.  
供應商除名手續必須合法

7.2.2 Specific consideration should be given to the management of:  
管理層需特別考慮：

7.2.2.1 Outstanding purchase orders/contracts, including stock that is already in transit  
進行中訂單/合同，包括在途產品

7.2.2.2 Stock on hand, inclusive of stock being held in warehouses  
庫存產品

7.2.2.3 Stock that is subsequently returned by customers, which may or may not be the subject of a quality complaint  
顧客將退回的產品（不全都是質量問題）

7.2.2.4 Outstanding payments for receipted goods or services, with consideration of off-setting the outstanding amounts against any foreseeable costs or expenses  
應付款，考慮用其對沖可能發生的成本費用（退貨，非合規成本等）

7.2.2.5 The impact on the supplier's viability as a going concern by the decision to delist  
除名對供應商經營連續性造成的影響。

7.2.2.6 Any other non-legal factors that may impact negatively on Supercheap Auto Group (e.g. negative publicity, trade/union influences, government/political factors – domestically and internationally).  
其他能對超值集團形象造成負面影響的非法律因素（負面公眾形象，貿易/工會影響，國際國內政府/政治因素等）。