

**mindray** 迈瑞



# 迈瑞业务 行为与道德守则

MINDRAY CODE OF BUSINESS  
CONDUCT AND ETHICS



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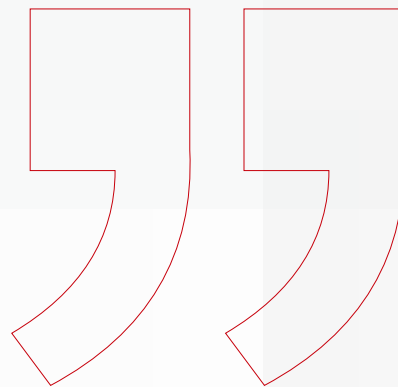
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# 总则

## GENERAL



### 文件目的 Purpose

本《迈瑞业务行为与道德守则》(以下称“本守则”)为深圳迈瑞生物医疗电子股份有限公司及其境内和境外的所有子公司、分支机构和代表处(以下称“迈瑞”或“公司”)的员工、管理人员、董事的行为确立了法律与道德上的标准。公司承诺并要求全体员工、管理人员、董事以及所有代表迈瑞开展业务的第三方公司和个人在履行公司事务时,均保持最高标准的正直与诚信,并遵循所有适用的法律法规。

This Code of Business Conduct and Ethics (the “Code”) sets out the legal and ethical standards for the conduct of employees, officers and directors of Shenzhen Mindray Bio-Medical Electronics Co., Ltd and all of its domestic and overseas subsidiaries, branches and representative offices (the “Company” or “Mindray”). The Company undertakes and requires that all employees, officers, directors, and third parties and individuals conducting business for or on behalf of the Company, maintain the highest standard of honesty and integrity at any time of performing Company business, and comply with any applicable laws and regulations.

### 适用范围 Scope of Application

#### 行政范围 Scope of administration

本守则适用于迈瑞的全体员工、管理人员、董事。本守则也适用于为公司或代表公司开展业务的所有第三方企业和个人。

This Code applies to employees, officers and directors of Mindray. This Code also applies to all third-party companies and individuals conducting business for or on behalf of the Company.

#### 业务范围 Scope of business

所有业务 all business



迈瑞

**迈瑞的愿景、使命和核心价值观**  
**Statement of Vision,  
Mission and Core Values**

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## 愿景 Vision

成为守护人类健康的核心力量  
Better healthcare for all

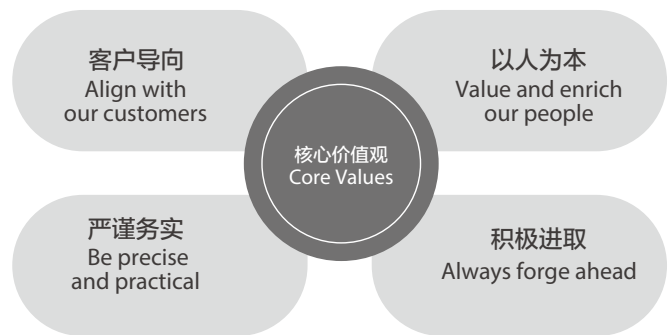


## 使命 Mission

普及高端科技，让更多人分享优质生命关怀  
Advance medical technologies to make healthcare more accessible



## 核心价值观 Core Values



# 坚守道德诚信底线

## Adhere to the Ethics and Integrity



### 遵纪守法

#### Compliance with the Law



迈瑞是一家全球性企业，迈瑞在开展业务时必须遵守经营所在国或地区的法律法规。公司要求所有员工、管理人员、董事遵守适用于公司业务的一切法律、法规以及内部规章制度，这对于确保以符合道德标准的方式开展业务至关重要。此外，公司要求全体员工、管理人员、董事在履行公司事务时均保持最高标准的正直与诚信。

The Company is a global enterprise and we must comply with the laws and regulations of the countries or regions where we operate when conducting business. The Company requires that all employees, officers and directors comply with all applicable laws, regulations, and internal rules and guidelines applicable to the company's business, which is essential to ensure that we conduct our business in an ethical manner. In addition, the Company requires all employees, officers and directors to maintain the highest standard of honesty and integrity in the performance of the Company's affairs.

在遵守适用法律、规则与法规时，要有良好的判断与常识；若有疑问或感到不确定时，请向您的上级主管或合规办公室咨询。

Use good judgment and common sense when complying with the applicable laws, regulations and rules; if in doubt or in case of any uncertainty, please consult with your supervisor or Compliance Office.

若发现有任何违反法律法规或公司内部规章制度的行为，不论是由公司员工、管理人员、董事还是代表公司开展业务的任何第三方所为，您都有责任立即向上级主管或合规办公室或通过以下提及的报告途径报告，具体报告途径请见本守则项下“举报，咨询与报告程序”。

If you become aware of any conduct in violation of the laws, regulations or internal Company rules and guidelines, regardless of whether such conduct has been done by the employees, officers, directors or any third party carrying out business for or on behalf of the Company, you have the obligation to immediately report the conduct to your supervisor or the Compliance Office or through the reporting channels mentioned below. For the specific reporting channels, please refer to the Whistleblowing, Consulting and Reporting Procedures of this Code.





## 公平竞争 Fair Competition

- 公司坚持以诚信和道德的方式经营业务，致力于在自由的市场上公平、积极地竞争，以使客户能最大限度地以有竞争力的价格选择产品和服务。迈瑞尊重客户独立定价的自由，不会利用业务规模来限制市场竞争。

The Company insists on conducting business in an honest and ethical manner, and is committed to fair and active competition in the free market, so that customers can maximize their choice of products and services at competitive prices. We also respect the freedom of our customers to independently set their own selling prices, and we do not use the size of our business unfairly to prevent others from competing.

- 公司要求全体员工、管理人员、董事在经营活动与工作中遵守适用的反垄断、反不正当竞争相关的法律法规。公司及员工应避免直接或间接从事法律法规禁止的垄断行为，包括但不限于与其他经营者达成垄断协议及滥用市场支配地位行为等。员工代表公司进行市场交易等活动时，不得采取倾销、侵犯他人商业秘密、虚假广告、串通投标、损害竞争对手声誉等其他不正当竞争方式。

All employees, officers and directors shall abide by applicable competition laws and regulations in business activities and their work. The Company and its employees should avoid directly or indirectly engaging in monopolistic behaviors that are prohibited by laws and regulations, including but not limited to reaching anti-competitive or monopoly agreements with other operators and abusing market dominance. When employees conduct market transactions on behalf of the Company, they shall not engage in dumping, infringing on others' trade secrets, false advertising, bid rigging, damaging the reputation of competitors, or any other methods of unfair competition.



## 诚信经营 Fair Dealing

公司要求全体员工、管理人员、董事努力确保诚实、道德与公平地对待公司的供应商、客户、竞争对手与同事。对于公司产品与服务，不可以做不实、误导、欺骗或欺诈的陈述。不可以通过操纵、隐瞒、滥用特权信息、不实告知重要事实或任何其它不公平交易手段，向任何人图利或使任何人蒙受损失。

All employees, officers and directors shall endeavor to deal with the Company's suppliers, customers, competitors and colleagues in an honest, ethical and fair manner. Do not make false, misleading, deceptive or fraudulent statements in relation to the Company's products or services. Do not solicit benefits from any other person or cause any other person to suffer loss by manipulating, concealing, or misusing privileged information, misrepresenting material facts, or engaging in any other unfair dealing.



## 禁止腐败、贿赂 Anti-Corruption and Anti-Bribery

- 公司遵守最高标准的商业行为准则，致力于通过优秀的产品和服务、良好的口碑和社会责任担当赢得商业机会，绝不允许通过支付或提供任何形式的贿赂从而直接或间接地对他人施加不当影响，以期为迈瑞取得或保留某项业务或者谋取竞争优势。

The Company abides by the highest standards of business conduct and is committed to winning business opportunities through excellent products and services, good reputation and social responsibility. The Company never allows the direct or indirect exertion of undue influence on others by paying or offering bribes of any kind, in order to obtain or retain business or gain a competitive advantage for the Company.

- 公司禁止一切员工、管理人员、董事获得不当利益为目的提供招待或馈赠礼品或提供其他利益。在符合适用的法律规定的前提下，公司允许为了合法和真实的业务原因而提供价值微小、礼节性的并且不以获取不当利益为目的的招待或馈赠礼品。

The Company prohibits all employees, officers and directors from offering hospitalities or giving gifts or other benefits for the purpose of obtaining improper benefits. Subject to applicable laws, the Company permits hospitalities or gifts of insignificant value or provided as a courtesy for legitimate and bona fide business reasons and not for the purpose of obtaining an improper advantage.

公司制定了《反腐败政策》及相关操作指引，旨在为迈瑞员工、管理人员、董事，就其在与政府官员、医疗卫生专业人士、其他相关人士及第三方进行交往的过程中，如何理解和遵守有关反腐败、反贿赂合规性要求，提供指引，并确保公司遵守有关司法管辖区所有适用的反腐败、反贿赂相关法律法规。公司所有员工、管理人员、董事应认真阅读并严格遵守相关要求，并确保为迈瑞或代表迈瑞开展业务的第三方了解迈瑞的立场且促使其遵守本守则的相应规定。

The Company has implemented "Anti-corruption Policy" and operating guidelines to provide guidance for its employees, officers and directors on how to understand and comply with relevant anti-corruption and anti-bribery compliance requirements in the process of communicating with government officials, healthcare professionals, other covered individuals and third parties, and to ensure that the Company complies with all applicable anti-corruption and anti-bribery laws and regulations in relevant jurisdictions. All employees, officers and directors of the Company should carefully read and strictly abide by the relevant requirements, ensure that third parties conducting business for or on behalf of the Company understand Company's standpoint, and urge them to comply with the corresponding provisions of this Code.

公司、管理人员与董事不得接受贿赂或回扣，不得利用职权向业务合作方谋求不正当待遇或利益。

Employees, officers and directors of the Company shall not accept bribes or kickbacks and shall not use their power to seek improper treatment or benefits from business partners.





## 反洗钱 Anti-Money Laundering

洗钱是指个人或实体将通过犯罪活动获得的资金通过金融系统转移，以隐藏其犯罪来源的痕迹，或以其他方式进行交易，使非法资金的来源看起来合法。公司严格遵守适用的反洗钱相关法律、法规，不参与任何洗钱活动，禁止任何员工参与洗钱活动或帮助他人进行洗钱活动。

Money laundering is when individuals or entities transfer funds obtained through criminal activity through the financial system in order to hide traces of their criminal origin, or otherwise conduct transactions that make the origin of the illicit funds appear legitimate. The Company strictly abides by applicable anti-money laundering laws and regulations, does not participate in any money laundering activities, and prohibits its employees from participating in money laundering activities or helping others with money laundering activities.

公司仅与信誉良好、守法经营并且资金来源合法的客户、合作伙伴和其它第三方保持业务关系。公司会通过适当措施验证客户、合作伙伴和其它第三方的身份、经济背景以及付款来源，以确保其资金来源合法。

The Company only maintains business relationships with customers, partners and other third parties who are reputable, law-abiding and funded from legitimate sources. The Company takes appropriate measures to verify the identity, economic background, and source of payment of its customers, business partners and other third parties to ensure that their source of funds is legitimate.

任何员工发现疑似的洗钱行为或异常交易时，应立即向上级主管或合规办公室或通过以下提及的报告途径报告，具体报告途径请见本守则项下“举报，咨询与报告程序”。

Any employee who becomes aware of suspected money laundering or unusual transactions should immediately report it to their supervisor or the Compliance Office or the reporting channels mentioned below. For the specific reporting channels, please refer to the Whistleblowing, Consulting and Reporting Procedures of this Code.



## 遵守出口管制和制裁法律法规 Compliance with Export Control and Sanctions Laws and Regulations

公司遵守所有适用的关于产品、软件、技术和服务的出口管制和制裁法律法规。

The Company complies with any export control and sanctions laws and regulations in relation to products, software, technology and services.

- 公司采用了一套内部合规制度来应对出口管制和制裁风险。

The Company employs an internal compliance system to address export control and sanctions risks.

- 针对交易和订单检查、贸易相关的审计、记录保存、员工培训，公司已开发并实施了标准操作程序。

The Company has developed and implemented standard operating procedures for transaction and order screening, trade-related audits, record keeping, and employee training.

- 公司采用内部系统帮助员工针对敏感产品、客户和国家实施最终用户以及最终用途的核实和产品分类工作。

The Company employs internal systems to help employees perform end-user and end-use verification and product classification for sensitive products, customers and countries.

公司员工及管理人员应知悉并遵守公司的《贸易合规管理制度》，及其标准操作流程中列出的政策和程序。如果您不能确定公司的某一出口行为是否存在潜在的出口管制和制裁违规的风险，应在开展该行为前咨询合规办公室。

Company employees, officers and directors should be aware of and abide by the Company's "Trade Compliance Management Policy" and the policies and procedures listed in its standard operating procedures. If you are unsure whether the Company's export activity poses a potential risk of export control and sanctions violations, you should consult the Compliance Office before engaging in that activity.



## 隐私和数据保护 Privacy and Data Protection

如果公司将个人信息与其信任的服务提供商、合作伙伴或其他第三方共享，则只有在有合法依据的情况下，公司才会如此做，并且公司将通过签订合同或其他方式要求这些第三方保护其代表公司处理的个人信息。

If the Company shares personal information with its trusted service providers, partners or other third parties, the Company will do so only if it has the legal basis to do so and shall contract or otherwise require these third parties to protect the personal information it processes on the Company's behalf.

- 公司尊重公司的客户、员工、业务合作伙伴和其他相关个人的隐私和个人信息保护。  
The Company respects the privacy and personal information protection of the Company's customers, employees, business partners and other relevant individuals.
- 公司遵循适用的法律、法规及规定，以安全方式处理（包括收集、存储、使用、加工、传输、提供、公开和删除等）个人信息。  
The Company follows applicable laws, regulations and rules to process (including the collection, storage, use, processing, transmission, provision, disclosure and deletion, etc.) personal information in a secure manner.
- 公司仅出于合法商业目的处理个人信息，且遵循合法、正当、诚信、公开、透明的原则，不超过必要的限度。  
The Company only processes personal information for legitimate business purposes, and follows the principles of legality, legitimacy, integrity, openness and transparency, and does not exceed the necessary limit.
- 公司保护所有个人信息的机密性、完整性和准确性。公司有权限访问个人信息的员工应按照上述标准处理个人信息。  
The Company protects the confidentiality, integrity, and availability of all personal information. Employees of the Company who have access to personal information shall process personal information in accordance with the above standards.

内部保护  
Internal  
Protect

公司保护内部系统、网络和设备免受盗窃、丢失或未经授权的访问。  
The Company protects internal systems, networks and equipment from theft, loss or unauthorized access.

安全措施  
Security  
Controls

公司在设计系统、网络、设备和产品时考虑到了安全问题，并采取了多层次安全控制措施。  
The Company designs systems, networks, devices and products with security in mind and employs multiple layers of security controls.

保护信息  
Protect  
Information

公司力求保护内部系统、网络、设备及其包含的公司信息。  
The Company seeks to protect internal systems, networks, devices and the Company information they contain.

依法执行  
legal  
obligations

公司会依据适用法律对公司的系统、网络、设备进行监控，以保护公司信息的安全，维护公司运营，并承担适用的法律义务。  
The Company will monitor the Company's systems, networks, and equipment in accordance with applicable laws to protect the security of Company information, maintain Company operations, and undertake applicable legal obligations.

安全评估  
Safety  
Evaluation

公司会要求代表公司处理信息的第三方采取符合公司标准的信息安全控制措施，并且对这些控制措施进行评估。  
The Company will require third parties who process information on the Company's behalf to implement and evaluate information security controls that meet Company standards.



## 产品安全与质量保障

## Product Safety, Quality and Assurance

迈瑞代表着高质量的产品和服务。迈瑞建立了贯穿研发、采购、制造、服务的全面质量管理体系和流程，全过程、全方位确保产品质量。

The Company stands for high-quality products and services. The Company has established a comprehensive quality management system and process that runs through R&D, procurement, manufacturing, and service to ensure comprehensive product quality throughout the entire process.

公司严格遵守有关产品质量、安全和性能要求的法律法规，国际和国家标准，以及迈瑞的质量政策和管理程序，以在完全符合法规的要求下保持并进一步提高质量管理体系的有效性，并不断改进公司的产品，服务和流程，以实现出色的客户满意度。

The Company strictly complies with laws and regulations, international and national standards as well as Company's quality policies and management procedures on product quality, safety and performance requirements. To fully comply with regulatory requirements, the Company maintains and improves the effectiveness of its quality management system and continuously improves its products, services and processes to achieve outstanding customer satisfaction.



## 推广公司产品

### Promoting Company Products

公司遵守经营地所在国适用的与产品推广、营销和销售相关的所有法律和法规。

The Company complies with all laws and regulations applicable to the promotion, marketing and sale of products in the countries in which it operates.

在推广活动中，公司与医疗卫生专业人士交流互动的目的应是造福患者和提高医疗水平。公司的推广活动应通过客观地介绍产品信息以促进产品的适当使用。公司的所有推广材料的内容应确保全面、准确，并具有产品信息或科学文献方面的坚实依据。

In promotional activities, the purpose of the Company's interactions with healthcare professionals should be to benefit patients and improve medical standards. The Company's promotional activities should promote the appropriate use of the product by objectively presenting product information. The content of all Company promotional materials should be comprehensive, accurate, and supported by a solid basis in product information or scientific literature.



## 现代反奴役与人口贩运

### Modern Anti-Slavery and Human Trafficking



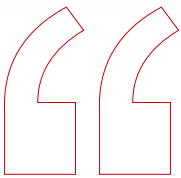
公司遵守现代反奴役相关法律，竭力防止现代奴役和人口贩运行为在业务运营和供应链中发生。公司承诺在业务中不强迫劳动，不使用童工。公司要求供应商达到同样的标准。

The company complies with any applicable modern anti-slavery laws and strives to prevent modern slavery and human trafficking from occurring in business operations and supply chains. The company is committed to avoiding any form of forced labor or child labor in its business. The company requires its suppliers to meet the same standards.



# 尊重员工

## Respecting Employees



### 平等的工作机会

#### Equal Job Opportunities

公司提供均等工作机会，所有招聘及雇佣决策皆基于公司发展需要、岗位任职标准以及员工的品德和工作能力来决定。在招聘和雇佣实践中，如在工资、晋升、奖励和培训机会等方面，不会基于人种、肤色、年龄、性别、性取向、性别认同和性别表现、种族或民族、残疾、怀孕、宗教信仰、政治派别、工会成员身份、服军役状况、受保护的基因信息或婚姻状况而歧视任何人。

The Company provides equal job opportunities, and all recruitment and employment decisions are based on the Company's development needs, job standards, and employees' character and working ability. The Company is committed to not discriminating people on the basis of their race, color, age, gender, sexual orientation, gender identity and gender expression, ethnicity or national origin, disability, pregnancy, religion, political affiliation, union membership, covered veteran status, protected genetic information, or marital status, in hiring and employment practices such as salary, promotions, rewards, and training opportunities.

## 健康安全的工作环境 Healthy and Safe Working Environment

公司致力于为全体员工提供一个健康、安全的工作环境。公司严格遵守适用于公司业务的所有环境、健康和安全方面的法律，也严格遵循安全工作方法，以确保工作场所安全且避免员工受到伤害。公司绝不容忍员工遭受任何苛刻或不人道的待遇，包括任何形式的骚扰，如性骚扰、性虐待、欺凌、体罚、精神或身体胁迫或语言暴力。公司建立员工职业发展通道，并提供良好的培训机会，提升员工从业能力。

The Company is committed to providing a healthy and safe working environment for all employees. The Company strictly complies with all environmental, health and safety laws that apply to the Company's business, and strictly follows safe work practices to ensure a safe workplace and prevent employee harm. The Company will not tolerate any harsh or inhumane treatment of employees or individuals, including any form of harassment, such as sexual harassment, sexual abuse, bullying, corporal punishment, mental or physical coercion, or verbal violence. The Company establishes a career development channel for employees and provides good training opportunities to improve employees' professional ability.

## 保护员工权益 Protecting the Rights and Interests of Employees

公司尊重和保护每一位员工的合法权益，全面遵守所有适用的劳动和就业相关的法律、法规，不容许任何侵犯员工合法权益的行为发生。

The Company respects and protects the legitimate rights and interests of every employee, fully complies with all applicable labor and employment related laws and regulations, and does not allow any behavior that infringes the legitimate rights and interests of employees to occur.

# 保护公司和股东权益

## Protection of Company and Shareholders' Interests



### 确保财务报表、公众报告的正确性

### Ensure Accuracy of Financial Statements and Public Reports

公司以透明和诚信的方式经营业务。员工、管理人员与董事必须诚实与正确地记录与报告所有业务交易，这对公司正确履行法律与法规义务非常重要。公司员工必须对其制作的记录与报告的正确性负责。

The Company conducts its business with transparency and good faith. Employees, officers and directors must record and report all business transactions honestly and accurately, which is critically important for the Company to properly perform its legal and regulatory obligations. Company employees must be responsible for the accuracy of the records and reports they produce.

所有公司账簿、记录与账目均应依据所有适用法规与标准编制，并准确反映其所记录的交易。公司的财务报表应符合公认的会计准则与公司的会计政策。不论基于何种理由，均不得设立未披露或未记录之账目或资金，公司账簿或记录中不得有不实或误导登记。没有凭证，不得动用公司资金或公司的其它财产。

All corporate books, records and accounts shall be prepared in accordance with all applicable regulations and standards and shall accurately reflect the transactions for which they are recorded. The Company's financial statements should comply with generally accepted accounting principles and the Company's accounting policies. No undisclosed or unrecorded accounts or funds shall be established and no false or misleading entries shall be made in the Company's books or records for any reason. Do not use Company funds or other Company property without proof.

公司仅对有第三方出具的相关发票或收据作为依据的货物、服务或其它支出提供报销。除了正常惯例性的少量现金支出需要，必须避免发生涉及到公司业务的现金交易。

The Company will only provide reimbursement for goods, services or other expenses based on relevant invoices or receipts issued by third parties. Except for normal and customary small cash outlay needs, cash transactions involving the Company's business must be avoided.

作为一家全球性公司，迈瑞致力于按规定履行信息披露义务，并保证信息披露的内容真实、准确、完整，没有虚假记载、误导性陈述或重大遗漏。

As a global company, Mindray is committed to fulfilling its information disclosure obligations as required, and guarantees that the information disclosed is true, accurate and complete, without false records, misleading statements or material omissions.



## 保护公司资产

### Protection of Company Assets



员工、管理人员与董事应合理使用并尽力保护公司资产。使用公司的资产与服务，必须仅限于执行公司正当业务的需要，不得为自己或任何其他人谋取利益。

Employees, officers and directors shall reasonably use and do their best to protect Company assets. The use of the Company's assets and services must be limited to the performance of the Company's legitimate business needs and not be for the benefit of yourself or anyone else.



专利创新、技术升级是医疗器械企业的生命线。公司资产包括有形资产以及无形资产(例如版权、专利、商标、商业秘密、专有信息等)。公司的知识产权是关乎公司竞争优势的重要资产。公司全体员工必须保护这些资产。

Patent innovation and technological upgrades are the lifeblood of medical device companies. The Company's assets include tangible assets as well as intangible assets (such as copyrights, patents, trademarks, trade secrets, proprietary information, etc.). The Company's intellectual property is an important asset for its competitive advantage. All Company employees must protect these assets.

## 社交媒体的使用

### Use of Social Media

公司员工、管理人员与董事在使用社交媒体和相关公司内容及资源时必须遵守所有公司政策。使用社交媒体进行与工作职责相关的内部和外部沟通、交流必须以负责任的方式进行，尊重他人，并谨记个人行为会影响他人如何看待员工所代表的公司的立场。

Company employees, officers and directors must comply with all Company policies when using social media and related Company content and resources. The use of social media for internal and external communications related to job responsibilities must be conducted in a responsible manner, be respectful of others, and bear in mind that personal actions affect how others perceive the Company's position as represented by the employee.



## 禁止利用内幕信息交易 No Insider Trading

- 公司员工、管理人员和董事由于自身日常职责都可能接触到有关公司或其供应商、客户或其他第三方的内幕信息。内幕信息是指涉及对公司的经营、财务或者对公司证券及其衍生品种交易价格有重大影响的尚未公开的信息，包括可能对公司股票交易价格产生较大影响的重大事件和可能对公司债券交易价格产生较大影响的重大事件。当握有此类信息时，公司员工、管理人员和董事不能买卖公司或商业伙伴的股票，并不能向任何人提供内幕信息，也不能基于内幕信息建议任何人买卖公司或商业伙伴的股票。

Employees, officers and directors may, as a result of their day-to-day duties, have access to insider information about the Company or its suppliers, customers or other third parties. Insider information refers to non-public information that has a material impact on the Company's operations, finances, or the trading price of the Company's securities and derivatives, including material events that may have a greater impact on the Company's stock or bond trading prices. In possession of such insider information, Company employees, officers and directors cannot buy or sell the stock of the Company or business partner and cannot provide anyone with insider information or advise anyone to buy or sell stock of the Company or business partner based on insider information.

- 未经允许和授权，任何部门、员工或其他内幕信息知情人均不得以任何形式、任何名义对外宣传、发布公司未经公开的经营信息，不得向新闻、媒体或其他相关主体发布公司未经公开的经营信息。

Without permission and authorization, no department, employee or person with insider information shall publicize or release the Company's non-public business information in any form or in any name, and shall not release the Company's non-public business information to the news, media or other relevant entities.

## 避免利益冲突 Avoid Conflicts of Interest

利益冲突  
Conflicts  
of Interest

利益冲突是指个人利益或行为可能对公司利益产生不利影响的情况。

A conflict of interest is a situation in which personal interests or actions may adversely affect the interests of the Company.



当公司员工、管理人员、董事所采取的行动或享有的利益令其难以客观、公正且有效地履行公司分派的工作或职责时，即产生利益冲突。利益冲突可能是因为员工、管理人员、董事与公司的竞争对手、供应商、客户等存在亲属或利益关系，也可能因为员工、管理人员、董事之间存在亲属或利益关系。

A conflict of interest arises when a Company employee, officer or director takes actions or has an interest that makes it difficult for them to objectively, fairly and effectively perform their duties or responsibilities as assigned by the Company. Conflicts of interest may manifest as kinship or interests between employees, officers, directors and the Company's competitors, suppliers, customers, etc., or that between employees, officers, and directors.

任何员工、管理人员与董事必须为公司最大利益行事，并应以保护公司最大利益为原则，不得从事任何可能引发利益冲突的行为。任何员工、管理人员与董事在履职过程中，均应主动识别并向上级主管、合规办公室、或董事会披露任何实际或可能存在的利益冲突。

All employees, officers and directors must act in the best interests of the Company, protect the best interests of the Company as the principle, and not engage in any behavior that may lead to conflicts of interest. In the course of performing their duties, all employees, officers and directors should proactively identify and disclose any actual or potential conflict of interest to their supervisor, the Compliance Office or the Board of Directors.

## 对会计或审计的质疑或投诉

### Questions or Complaints about Accounting and Auditing

但不论如何，所有投诉与质疑记录都必须在每一个财务季度提供给审计委员会。

In any event, records of all complaints and questions must be provided to the Audit Committee each financial quarter.

员工若对会计或审计项目有疑问或对会计、内部会计控制或审计有任何投诉，可以以秘密或甚至匿名方式，向公司财务部门或内部审计部或合规办公室提出投诉或质疑。

Employees who have questions about accounting or auditing programs or have any complaints about accounting, internal accounting controls, or auditing may file a complaint with or question confidentially or even anonymously the company's Finance Department, Internal Audit Department or Compliance Office.

所有公司财务部门或内部审计部或合规办公室判定合理的质疑与投诉都将转给董事会下属的审计委员会处理。

All questions and complaints deemed reasonable by the company's Finance Department, Internal Audit Department or Compliance Office will be referred to the Audit Committee under the Board of Directors.

- 任何该质疑或投诉也可以秘密或甚至匿名方式，直接向董事会审计委员会任何委员提出。员工可以选择匿名举报，但公司鼓励员工实名举报，并尽可能提供详细信息，以便公司针对报告问题开展快速有效的调查。

Any such question or complaint may also be raised confidentially or even anonymously, directly to any member of the Audit Committee of the Board of Directors. Employees can choose to report anonymously, but the Company encourages employees to report using their real names and provide as much information as possible so that the Company can conduct a quick and effective investigation of the reported issue.

- 审计委员会将评估所收到的任何质疑或投诉，并授权相关人员进行在法律允许的情况下调查该质疑或投诉的真实性及具体性。

The Audit Committee will evaluate any question or complaint received and authorize relevant personnel to investigate the truthfulness and specificity of the question or complaint as permitted by law.

公司为其员工、高管、董事和可能与之有业务往来的第三方提供了集团报告系统。对于提出投诉或质疑之任何员工，除非确定其明知故犯作不实举报，否则，公司任何员工、管理人员或董事不得因某位员工举报了某些不当或违法行为而加以不公平对待、惩处、开除、降职、停职、威胁、骚扰、或以其他任何方式给予差别待遇或报复。

The Company provides its employee, officers, directors and third parties it may do business with a group reporting system. No employee, officer or director of the Company shall be treated unfairly, disciplined, fired, demoted, suspended, threatened, harassed or in any other way discriminated or retaliated against for reporting any improper or illegal conduct by an employee unless it is determined that he or she knowingly made a false report.

# 社会责任

## Social Responsibility



### 保护环境

#### Environment Protection

保护全球环境是公司的责任。公司将环境治理责任落实到实际行动中，管理迈瑞的活动对环境的影响，设计和生产绿色产品，务求在实现产品价值的各个环节为环境保护作出积极贡献。公司致力于减少碳排放，并遵守任何适用的碳减排法律法规。在全球范围内，迈瑞推动医学研究、改善健康和安全并促进环境管理。在当地，迈瑞的员工积极参与能为工作和生活社区带来改变的事业和组织。

Protecting the global environment is a Company's responsibility. The Company implements environmental governance responsibilities into practical actions, manages the impact of Company's activities on the environment, designs and produces green products, and strives to make positive contributions to environmental protection in all aspects of realizing product value. The company is committed to reducing carbon emissions and complying with any applicable carbon reduction laws and regulations. Globally, the Company drives medical research, improves health and safety, and promotes environmental stewardship. Locally, Company employees are actively involved in causes and organizations that make a difference in the communities where they work and live.

### 可持续发展

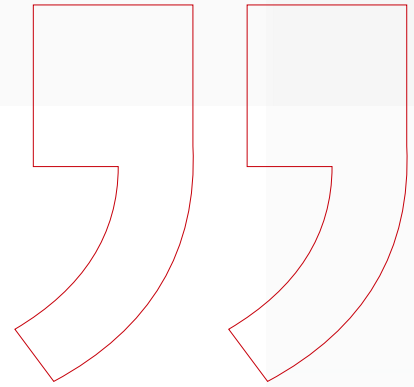
#### Sustainable Development

迈瑞致力于通过为经济、环境和社会创造价值，实现长期的商业成功。迈瑞怀着“成为守护人类健康的核心力量”的愿景，将可持续发展作为迈瑞工作的核心、推动发展的动力以及风险管理的要素。迈瑞希望迈瑞的产品、解决方案和技术能与联合国可持续发展目标的实现有机结合，为优质健康的未来做出持久贡献。

The Company is committed to long-term business success by creating value for the economy, the environment and society. The Company embraces the vision of "Better healthcare for all" and regards sustainable development as the core of Company's work, a driving force for development and a vital element of risk management. The Company hopes that its products, solutions and technologies can be organically combined with the realization of the United Nations' Sustainable Development Goals, and make lasting contributions to a high-quality and healthy future.

# 附则

## Supplementary Provisions



### 对违反本守则的处分

#### Consequences for Violating the Code

所有员工、管理人员和董事必须熟悉本守则中的各项要求及公司相关规章制度。在任何适用情形下，均应参照本守则及公司相关规章制度的要求开展业务活动。违反本守则可能会给公司造成严重后果。任何违反本守则的行为将根据公司《劳动纪律管理制度》或其他适用的制度、规定予以处罚，情形严重的，公司将追究其法律责任。

All employees, officers and directors must be familiar with the requirements in this Code and the relevant Company rules and regulations. In all applicable circumstances, business activities should be carried out with reference to the requirements of this Code and the relevant rules and regulations of the Company. Breach of this Code can have serious consequences for the Company. Any violation of this code will be punished in accordance with the company's "Labor Discipline Management Policy" or other applicable policies and regulations. If the situation is serious, the company will hold them legally responsible.

为公司或代表公司开展业务的所有第三方企业和个人均应符合本守则的要求。任何违反本守则的行为可能会导致停止合作、终止雇佣关系或其他后果。

All third-party enterprises and individuals conducting business for or on behalf of the company shall comply with the requirements of this Code. Any violation of this code may result in cessation of cooperation, termination of employment, or other consequences.

### 举报、咨询与报告程序

#### Whistleblowing, Consulting and Reporting Procedures

本守则为迈瑞员工、管理人员与董事确立了行为准则，但并不能解释在日常工作中可能会遇到的所有问题。如果您不确定如何理解或适用本守则的相关内容，或有任何其他疑问，请大胆说出来，或咨询您的上级主管或合规办公室。


This Code establishes a code of conduct for the Company's employees, officers, and directors, but cannot cover all the matters that may be encountered in your day-to-day work. If you are not sure how to apply or interpret the relevant content of this Code, or if you have any other questions, please speak up, you can either consult your supervisor or the Compliance Office.

如果您知悉或有证据怀疑有任何违反本守则的行为，请及时通过公司相关渠道进行报告。您可以公开举报，也可以以秘密或甚至匿名方式举报。

If you suspect or have evidence of any violation of this Code, please report it through the relevant channels of the Company in a timely manner. You can report publicly, confidentially or even anonymously.

您可以通过下列渠道对可疑的违规行为进行举报：  
You can report suspected violations through the following channels:

### 中国区以内 Report from China

 邮寄地址: 中国广东深圳南山区高新技术园区科技园十二路迈瑞总部大厦监察办收 (邮政编码:518057)


 举报热线: +86 755 81888787

 举报传真: +86 755 26582680-88787

 举报邮箱: [compliance@mindray.com](mailto:compliance@mindray.com)


 Mailing address: Supervision Office, Mindray Building, Keji 12th Road South, High-tech Industrial Park, Nanshan, Shenzhen, 518057, P.R. China

 Telephone number: +86 755 81888787

 Fax: +86 755 26582680-88787

 Email address: [compliance@mindray.com](mailto:compliance@mindray.com)


### 中国区以外 Report from outside China

 通过网页举报: 全年每天24小时开通举报渠道, 提供多语言显示。

多语言: <https://mindray.ethicspoint.com>

 通过电话举报:

公司聘请第三方提供举报热线服务, 全年每天24 小时提供免费电话专线, 由专业人员接听, 使用当地语言, 收集并向公司反馈您的意见。所记录信息将予以保密。

 Report via web page: 24 hours a day, 7 days a week, 365 days a year

Multiple languages: <https://mindray.ethicspoint.com>

 Report by telephone:

The Company has engaged a third-party vendor to provide a "whistle blower hotline" of operations. These telephone lines are dedicated, toll-free phone lines that are available to you 24 hours a day throughout the year. It is answered by professionals in local language. Your concerns will be collected and reported to the Company with all information in strict confidence.

### 举报步骤 Reporting steps:

(a) 访问以下网站搜索相应地区举报号码: <http://www.business.att.com/bt/access.jsp>

(b) 查找号码: 点击您所在国家的英文名字首位字母

(c) 拨打您所在国家的热线号码

(d) 等待 AT&T 语音提示或接线员

(e) 输入代码 8666145859, 或把该代码告知接线员

(f) 根据提示录入举报内容

(a) Go to website with information about access codes: <http://www.business.att.com/bt/access.jsp>

(b) Find access code: To get a dialing code for a country, click on the first letter of the country name

(c) Dial access code of your country

(d) Wait for AT&T tone or operator

(e) Enter or say: 8666145859

(f) Follow instructions and file a report

## 举报人保护

### Protection of Whistleblowers

公司致力于营造一个公开、坦诚的沟通环境，我们希望您能够放心地与您的主管、监察办公室联系或通过公司报告渠道报告事件，而不必担心遭到报复。公司严禁对任何就本守则提出疑虑、举报违规行为或在调查中提供信息的人员进行报复。违反本禁止性规定的行为视为违反本守则。如果您认为您或其他人因为提出疑虑、举报违规行为或在调查中提供信息而遭到报复，请您立即联系监察办公室或使用公司报告渠道。

The Company is committed to an environment where open, honest communications are the expectation, not the exception. We want you to feel comfortable, without fear of retaliation, in approaching your supervisor, Supervision Office or reporting a matter through the Company reporting channels in instances where you believe violations of company policies, regulations or standards have occurred. The Company strictly prohibits retaliation against anyone who raises a concern about this Code, reports a violation, or provides information in an investigation. Violations of this prohibition are considered violations of this Code. If you believe that you or someone else has been retaliated against for raising a concern, reporting a violation, or providing information in an investigation, please contact the Supervision Office immediately or use the Company reporting channels.

## 文件冲突与解释

### Conflicts and Interpretation

本守则项下的各项主题由本守则中提及的关联制度文件进一步细化并明确实施细则。如本守则及关联制度文件与公司其他政策或文件存在冲突，原则上以本守则及其关联制度文件为准，由合规办公室负责最终解释。

The topics under the Code are further elaborated and the implementation rules are clarified by the related system documents mentioned in the Code. In case of any conflict between the Code or related system documents and other company policies or documents, the Code and related system documents prevail in principle and the Compliance Office is responsible for final interpretation.

## 文件生效

### Effectiveness

本文件自签发之日起生效。

This Code shall take effect as of the date of approval.

客服热线 400 700 5652  
[www.mindray.com](http://www.mindray.com)

P/N: COC-V4.0

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**mindray** 迈瑞

生命科技如此亲近