



## **Code of Business Conduct**

### **道德行為準則**

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## Code of Business Conduct

### Article 1 Purpose

The Code of Business Conduct is adopted for the purpose of encouraging directors, officers and employees of ASLAN Pharmaceuticals Limited (the “Company”) to act in line with ethical standards, and to help interested parties better understand the ethical standards of the Company.

### Article 2 Scope

The term ‘the Employees’ herein refers to directors, officers and employees of the Company.

### Article 3 Prevention of Conflicts of Interest

- (1) The Employees shall perform their duties in an honest, ethical, objective and efficient manner, and shall prevent from taking advantage of their position in the company to obtain improper benefits for either themselves or their relatives.
- (2) The Employees shall report to the responsible manager any transaction with potential conflict of interest between them and the Company.
- (3) Where a conflict of duty has not arisen but may arise, the Employees shall notify the Company that a conflict may arise, and should try to avoid the conflict occurring.

### Article 4 Prevention of Opportunities for Personal Gain

The Employees shall not take personal advantage of business opportunities that they discover during the course of their employment.

The Company shall prevent the Employees from engaging in any of the following activities:

- (1) Seeking an opportunity to pursue personal gain through the use of Company property, information or positions.
- (2) Obtaining personal gain through the use of Company property, information or positions.
- (3) Competing with the Company.

### Article 5 Confidentiality

The Employees are obligated to maintain the confidentiality of nonpublic information regarding the Company itself or its suppliers and customers undisclosed, except when the Employees are required by law to disclose such information. Confidential information includes any information that, if exploited by a competitor or leaked out to third parties, may be harmful to the Company or its suppliers and customers.

### Article 6 Fair Dealing

The Employees should endeavor to deal fairly with the Company's customers, service providers, suppliers, competitors and employees. No employee, officer or director should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any unfair dealing practice.

### Article 7 Safeguarding and Proper Use of Company Assets

The Employees should protect the Company's assets and ensure their efficient use. All Company assets should be used only for legitimate business purposes. The Employees shall seek to protect the Company's property from loss, damage, misuse, theft, fraud, embezzlement and destruction.

### Article 8 Legal Compliance

It is the personal responsibility of each employee, officer and director to adhere to all laws applicable to the Company, including securities laws.



Article 9 Non-discrimination

In dealing with the Company's customers, service providers, suppliers, competitors and employees, the Employees shall not discriminate on the basis of gender, race, religion or sexual orientation.

Article 10 Reporting illegal or unethical conduct

The Company encourage its employees to report to the board of directors, managerial officer, internal auditor, or other appropriate individual any suspected violations. The Company will ensure the safety of informants, and the Company will not permit retaliation of any kind against Employees for good faith reports of suspected violations of the Code of Business Conduct by others.

Article 11 Dealing with Violations

- (1) The Company takes every effort to prevent from violating the Code of Business Conduct. In the event when misconduct has been noticed, the Company shall, within a reasonable time, take actions to halt and correct such conduct. Personnel who violates the Code of Business Conduct or other company policies and procedures may be subjected to disciplinary actions.
- (2) The above-mentioned personnel may file a complaint should he/she find the investigation is not properly carried out.
- (3) When a director or managerial officer violates the Code of Business Conduct, the Company shall, in addition to take disciplinary actions, promptly disclose such fact on the Market Observation Post System ("MOPS"). Information that is required to be disclosed includes the name and title of the violator, the date of the violation, reasons for the violation, the provisions of the code violated, and the disciplinary actions taken.

Article 12 Waiver

Any waiver of the Code for a director or managerial officer of the Company may be made only by the Board of Directors and must be promptly disclosed on MOPS and to the Company's shareholders, as required by applicable laws, rules and regulations. Information that is required to be disclosed includes the name and the tile of the person entitled to exemption, the date on which the board of directors adopted the resolution for exemption, and the period of, reasons for, and principles behind the application of the exemption.

Article 13 Public Disclosure

Securities laws require full, fair, accurate, timely and understandable disclosure in the Company's periodic reports with the Securities and Exchange Commission and the Taipei Exchange and that the Company fairly presents its financial condition and results of operations. Employees who are involved in or responsible for these reports are required to ensure that the Company's financial disclosure is accurate and transparent and that the Company's reports contain all of the information about the Company that would be important to enable shareholders and potential investors to assess the soundness and risks of the Company's business and finances and the quality and integrity of the Company's accounting and disclosures.

The Company shall disclose the Code of Business Conduct it has adopted, and any amendments to it, in its annual reports and prospectuses and on MOPS.

Article 14 Enforcement

The Code of Business Conduct, and any amendments to it, shall be enforced after the resolution of the board of directors, and shall be reported to shareholders.

## 道德行為準則

### 第一條 目的

為導引董事、經理人及員工之行為符合道德標準，並使亞獅康股份有限公司（下稱「本公司」）之利害關係人更加瞭解公司道德標準，爰訂定本準則，以資遵循。

### 第二條 適用範圍

本公司之董事、經理人及員工。前述適用對象以下簡稱為[本公司人員]。

### 第三條 防止利益衝突

- (一) 本公司人員應以誠實、符合道德、客觀及有效率之方式處理業務，避免利用其在公司擔任之職務，而使自身及其親屬獲致不當利益。
- (二) 當本公司人員無法以客觀及有效率之方式處理業務時，或個人意識到某些重要交易及關係可能引起個人利益衝突時，應主動向公司相關主管說明其與公司之潛在利益衝突。
- (三) 當本公司人員意識到其所擔任之職責可能引起職責衝突(conflict of duty)時，應主動告知潛在之衝突情況，並避免衝突之發生。

### 第四條 避免圖私利之機會

當公司有獲利機會時，本公司人員有責任增加公司所能獲取之正當合法利益，並應避免下列行為：

- (一) 透過使用公司財產、資訊或藉由職務之便而有圖私利之機會。
- (二) 透過使用公司財產、資訊或藉由職務之便以獲取私利。
- (三) 與公司競爭。

### 第五條 保守營業機密

本公司人員對於公司本身之技術性及非技術性之資訊、或其進（銷）貨客戶之資訊，除經授權或法律規定公開外，應負保密義務。應保密的資訊包括所有可能被競爭對手利用或洩漏之後對公司或客戶有損害之未公開資訊。

### 第六條 從事公平之交易

本公司人員應公平對待公司進（銷）貨客戶、競爭對手及員工，不得透過操縱、隱匿、濫用其基於職務所獲悉之資訊、對重要事項做不實陳述或其他不公平之交易方式而獲取不當利益。

### 第七條 保護並適當使用公司資產

本公司人員均有責任保護公司資產，並確保其能有效合法地使用於業務上，避免因偷竊、疏忽或浪費等作為而直接影響到公司之獲利能力。

### 第八條 遵循法令規章

本公司人員應遵守證券交易法及其他法令規章，不得故意違反。



#### **第九條 公平對待**

本公司對待客戶、供應商、競爭對手及公司員工應秉持公平原則，不允許任何因性別、種族、宗教、性取向之差別待遇。

#### **第十條 鼓勵呈報任何非法或違反道德行為準則之行為**

本公司鼓勵員工於懷疑或發現有違反法令規章或道德行為準則之行為時，向董事會、經理人、內部稽核主管或其他適當人員呈報。公司應盡全力保密呈報者之身分並保護其安全，本公司並禁止對呈報者採取任何報復行為。

#### **第十一條 懲戒措施**

- (一) 公司盡一切合理努力防止發生任何違反本規範的行為，一旦發現違反本規範的行為，在合理可能的最快時間內，立即採取適當措施予以制止和糾正。在相關應適用之法律與合約之約束下，公司內任何工作人員，如果違反本規範、公司的其他政策和規定，將受到相應的懲罰。
- (二) 前項受懲戒人員如認公司處置不當，致其合法權益遭受侵害，若能舉證即可立即提出申訴，並將相關佐證資料送相關主管討論作最後決議，以資救濟。
- (三) 若審理違法事項成立並作成懲處，公司應即時於公開資訊觀測站揭露違反道德行為準則人員之職稱、姓名、違反日期、違反事由、違反準則及處理情形等資訊。

#### **第十二條 豁免適用之程序**

董事及經理人如欲豁免第三條至第九條之適用時，應經董事會決議通過，且應即時於公開資訊觀測站、或於相關法令要求下向股東揭露允許豁免人員之職稱、姓名、董事會通過豁免之日期、豁免適用之期間、豁免適用之原因及豁免適用之準則等資訊。

#### **第十三條 揭露方式**

依據相關證券交易法規之要求，本公司應於美國證管會（Securities and Exchange Commission）及財團法人中華民國證券櫃檯買賣中心提交的定期報告中，以充分、公允、精確、即時並易懂之方式揭露，並要求本公司公允揭露本公司之財務狀況及營運成果。負責備置前述報告之員工，應盡力確保本公司財務揭露之正確及透明，以及本公司之報告已涵括對於本公司股東及潛在投資人而言重要之公司資訊，使其能評估本公司營運與財務之健全度及風險，以及本公司會計資訊及揭露之資訊的品質及完整性。

本準則應於年報、公開說明書及公開資訊網站揭露，修正時亦同。

#### **第十四條 實施與修訂**

本準則經董事會通過後施行，並提報股東會，修正時亦同。