



As a vendor of Sherwin-Williams or any of its affiliates (collectively "Sherwin-Williams"), we expect the highest level of integrity in all aspects of our business relationship. Equally, your company should expect the same from Sherwin-Williams and its employees.

作为宣伟公司的供应商或服务商，在业务关系的各个方面，我们希望贵公司有最高标准的诚信。相同地，贵公司在同我司及各部门员工业务交往中应该期待同样的最高道德标准。

We are requiring all of our material and service vendors to acknowledge and confirm its understanding and compliance with the Supplier Code of Ethics and Supplier Code of Conduct, and the serious consequences associated with the violation of the code. This is the pre-condition to start or continue the business relationship with Sherwin-Williams. Below, you will find the key commitments and information of our code. It is a requirement that your senior business leader or General Manager in Asia to sign this agreement and affix company chop. **By signing it, your company hereby acknowledges and undertakes that:**

我公司要求所有原、辅材料和服务供应商承认并确认其了解并将严格遵守宣伟公司道德及商业行为规范（“规范”）以及违反准则的相应后果，这将做为和宣伟开始或保持业务关系的前提条件。以下是规范中的关键内容，我们要求贵司亚太区高级业务经理或总经理签名同意并加盖公司章。**通过签署，贵司同意：**

- **The Sherwin-Williams will receive the complete value of a goods or service.**
宣伟公司将得到完整价值的产品和服务。
 - **No one acting on Sherwin-Williams behalf may directly or indirectly use gifts, bribes, payments of any kind or other corruption practices in conducting business to influence any person (including government official) for the purpose of obtaining or retaining business or securing any improper advantage.**
禁止任何人代表宣伟公司在开展业务过程中，以直接或者间接的方式，向任何个人（包括政府官员）给予任何礼品、贿赂、费用或者其它的行贿手段，以获取或保留任何业务或为公司谋取其它不正当利益。
 - **Will not give or offer anything of value such as kickback or personal favor (financial or otherwise) to Sherwin-Williams employees or agents by your company or on your company's behalf.**
贵公司以及贵公司的任何关联公司均不得向宣伟公司员工或其代理人给予或承诺给予任何有价之物，比如回扣或各种形式的个人好处（经济或其他形式的）。
 - **There will be no actions that cause Sherwin-Williams employees or agents to obtain a unethical or unlawful personal advantage/profit.**
不得采取任何导致宣伟公司员工私自获取获利/好处的行动或措施。
 - **No gifts, entertainment or anything of a value exceeding RMB 100 are given or offered to Sherwin-Williams employees or agents. The only exception is reasonably priced meals for legitimate business purpose.**
不得向宣伟公司员工提供任何价值超过 100 人民币的礼物、娱乐或其他形式的物品，为了合法商业目的并价格合理的业务会餐是唯一的例外。
 - **Agents, middlemen and pass-through suppliers are not used in any form with Sherwin-Williams business without prior consent of Sherwin-Williams.**
未经宣伟公司事先同意不得在与宣伟公司的业务中使用代理、中间人、和转手供应商。
 - **You have read and understand The Sherwin-Williams Code of Conduct and Anti-Corruption Compliance Manual.**
你已经阅读并理解宣伟公司道德及行为准则及反腐败合规手册。
 - **Any violation by your company and its affiliates of the above and Sherwin-Williams policies included in the Code, regardless if incur any economic loss to Sherwin-Williams, will be pursued for responsibilities.**
如贵司违反上述规定以及包括在宣伟公司道德及商业行为规范中的其他政策，无论是否给宣伟造成实际经济损失，都将被宣伟追究相关责任。
 - **For situations where you are forced/requested by any Sherwin-Williams employee to take any action that is a violation of the above and/or other policies in the Code, or you become aware of such violation of any Sherwin-Williams employee, you are requested to immediately report to**
 - Sherwin-Williams Asia loss prevention manager **Mr Toma Wang**, Tel: +86 (0)21-33239278
Email: toma.wang@sherwin.com
 - Or Sherwin-Williams Asia purchasing director **Ms Charlotte Neumann** Tel:+65-68688303,
Email: charlotte.neumann@sherwin.com
- Any report from you will be kept strictly confidential and will serve to improve your business relationship with Sherwin-Williams.
- 如果贵司被任何宣伟公司员工要求做任何违反上述规定/或宣伟道德及商业行为规范中的其他政策的行为，或贵司知悉任何宣伟公司员工的该类违反行为，我司要求贵司立即向宣伟公司汇报：
- 亚太损失预防经理王旻先生，电话+86(0)21-33239278 电子邮件: toma.wang@sherwin.com
 - 或宣伟亚太采购总监 Charlotte Neumann 女士，电话 +65-68688303, Email: charlotte.neumann@sherwin.com
- 宣伟公司将任何举报严格保密并将此视为提高与贵司商务关系的诚信基础。

/Company Chop or Seal/

Vendor Name (Printed)

Representative Name and Title (Printed)

Representative Signature / Date