



As a vendor of Valspar corporation or any of its affiliates (collectively "Valspar"), we expect the highest level of integrity in all aspects of our business relationship. Equally, your Company should expect the same from the Valspar and its employees. 作为威士伯公司的供应商或服务商，在业务关系的各个方面，我们希望贵司有最高标准的诚信。相同地，贵公司在同我司及各部門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 Valspar Code of Ethics and Business Conduct (the "Code") and the serious consequences associated with the violation of the Code, this is the pre-condition to start or continue the business relationship with Valspar. 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威士伯道德及商业行为规范（“规范”）以及违反准则的相应后果，这将作为和威士伯开始或保持业务关系的前提条件。以下是“规范”中的一些关键内容。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 Valspar Corporation will receive the complete value of a goods and service.
威士伯公司将得到完整价值的产品和服务。
- Will not give or offer anything of Value such as kickback or personal favor (financial or otherwise) to Valspar 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威士伯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 Valspar employees or agents to obtain a unethical or unlawful personal advantage/profit.
不得采取任何导致威士伯公司员工私自获取利益/好处的行动或措施。
- No gifts, entertainment or anything of a value exceeding USD 50 are given or offered to Valspar employees or agents. The only exception is a reasonably priced meal for legitimate business purpose.
不得向威士伯公司员工提供任何价值超过 50 元美金的礼物、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 Valspar Corporation business without prior consent of Valspar.
未经威士伯事先同意不得在与威士伯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 Valspar Code.
你已经阅读并理解威士伯道德及商业行为规范。
- Any violation by your company and its affiliates of the above and other Valspar policies included in the Code, regardless if incur any economic loss to Valspar, will be pursued for responsibilities.
如贵司违反上述规定以及包括在威士伯道德及商业行为规范中的其他政策，无论是否给威士伯造成实际经济损失，都将被威士伯追究相关责任。
- For situations where you are forced/requested by any Valspar 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 Valspar employee, you are requested to immediately report such to
 - Valspar internal auditor **Mr Ken Leung**, Tel:+86 75728374996 Ext 496 Email: ken.leung@valspar.com, OR Valspar Asia purchasing director 威士伯亚太地区采购总监 Ms Charlotte Neumann Tel:+65-68688303, Email: cneumann@valspar.comAny report from you will be kept strictly confidential and will serve to improve your business relationship with The Valspar.
如果贵司被任何威士伯公司员工要求做任何违反上述规定和/或威士伯道德及商业行为规范中的其他政策的行为，或贵司知悉任何威士伯公司员工的该类违反行为，我司要求贵司立即向威士伯亚太区内审部门的 **Ken Leung** 先生，电话:+86 75728374996 Ext 496 电子邮件: ken.leung@valspar.com, 或者威士伯亚太地区采购总监 **Charlotte Neumann** 女士，电话:+65-68688303, 电子邮件: cneumann@valspar.com 汇报。威士伯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