

文件編號 Doc. No	MP-CG-11	版期. Rev.	V1.0
標題 Title	員工從業道德行為守則	日期 Date	01/02/2024

1. 目的： Purpose

為使加雲聯網(股)公司(以下簡稱本公司)員工之行為有所依循，並使本公司利害關係人了解員工執行職務時，本公司所應遵循之道德標準與行為規範，秉持誠信原則及資訊合理揭露的經營態度，遵守相關政府法規，保障員工之合法權益，特訂定本守則作為依據，以確保公司永續經營與發展。

In order to let the employees of ICP have the same regulation to obey, and enable the interested parties of ICP to realize the ethical standards as well as the codes of conduct to be followed by the employees when performing their duties, ICP uphold the principle of good faith and the attitude of disclosing the business reasonably, abide by the relevant government laws and regulations, protect the legitimate rights and interests of employees, and set up this Code as a basis to ensure that the ICP to be a company of sustainable management and development.

2. 適用範圍： Scope

適用本公司及各子公司治理單位、管理階層及員工。本公司全體同仁皆有責任仔細閱讀、並遵守本守則之內容。

This code of conduct is applicable to ICP and its subsidiaries, management and staff. Personnel in this company is obligated to carefully read and comply with the contents of this Code.

3. 誠信原則 Principle of good faith

3.1 本公司秉持誠信原則提供產品與服務，絕不為營利而從事非法或不道德之行為。

3.2 公司堅持誠信經營原則，除同仁須遵守本行為守則外、並有義務協助客戶、合作夥伴、供應商、服務提供商、代理商、顧問等了解公司政策，共同遵循。

3.1. ICP uphold the principle of good faith to provide products and services, would not for the profit and engage in illegal or immoral behavior.

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3.2. Staff of ICP should not only comply with this code of conduct, but also have the obligation to help customers, partners, suppliers, service providers, agents, consultants and others to understand and follow the company's policies.

4. 公平互信原則 The principle of fair and trustworthy

4.1 公司在招募、任用、及發展上提供公平機會，不會因性別、種族、年齡、或其 他因素有所歧視。

4.2 任何人均不得操弄、隱瞞或濫用專有資訊、錯誤陳述重要事實或從事其他不公平之交易。

4.1. ICP offers fair opportunities in recruitment, appointment, and development, and will not discriminate to the sex, race, age, or other factors.

4.2. No person is allowed to manipulate, conceal or misuse proprietary information, misrepresent important facts or engage in other unfair transactions.

5. 工作環境 Working environment

本公司員工有責任共同維護健康與安全之工作環境，公司內部嚴禁任何型態的歧視、排擠或騷擾(含性騷擾)或恐嚇語言等行為。同仁間來往應秉持相互尊重的理性原則。

It is employees' responsibility to maintain a healthy and safe working environment. Any form of discrimination, exclusion, harassment (including sexual harassment) or intimidation language is strictly forbidden in ICP. The reciprocity among the colleagues should uphold the principle of rationality on mutual respect.

6. 利益迴避原則 Principle of interest avoidance

6.1 本公司員工應避免運用公司財產、資訊、或藉由職務之便，致使個人或第三方獲取私利。

6.2 同仁應專心從事於公司的工作，除經報請核准外，不得兼任其他公司或機構之職務。

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- 6.3 若同仁或其任何家庭成員擔任了客戶、顧客、供應商、顧問一方的要職，或擁有重大經濟利益，有可能出現利益衝突。則該同仁不得代表公司與相關利害關係人進行業務交易。
- 6.4 所有員工禁止在未經公司適當授權時，向外界提供揭露機密資料。此外，也不得以機密或內幕消息謀取個人利益或嘉惠、傷害他人。
- 6.5 本公司同仁及其直系親屬、配偶、或親屬均不得收受客戶、供應商或其他與公司業務相關的人士之回扣、佣金、貴重禮品、接受遊樂招待或其他變相財貨。
- 6.6 本公司同仁及其直系親屬、配偶、或親屬均不得給予客戶、供應商或其他與公司業務相關的人士回扣、佣金、貴重禮品、遊樂招待或其他變相財貨。
- 6.1. Employees of ICP should avoid using the company's property, information, or by the position to make any individual or the third parties obtain personal benefits.
- 6.2. Colleagues should concentrate on their own works in the company, no part-time jobs in other company or institution is allowed unless getting the approval from CEO in advance.
- 6.3. If a colleague or any of its family members have a client, a customer, a supplier, a consultant, or a significant economic interest, there may be a conflict of interest. Then the colleague shall not conduct business transactions on behalf of the company and the relevant interested parties.
- 6.4. All employees are prohibited to disclose confidential information to the outside world without proper authorization from the company. Besides, it is also forbidden to seek personal gain and benefit or hurt the others by confidential or insider information.
- 6.5. The company's colleagues and their immediate family members, spouses, or relatives shall not accept rebates, commissions, valuables, receptions or other

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disguised items of customers, suppliers or other persons associated with the company's business.

- 6.6. The Company's colleagues and their immediate family members, spouses, or relatives shall not give customers, suppliers or other persons related to the company's business rebates, commissions, valuables, entertainment or other disguised goods.

7. 保密責任 confidentiality responsibility

- 7.1 公司注重並訂定相關保密合約以保障同仁及客戶、廠商的隱私、個人資料及商業資料，同仁應確實遵守相關規範。

- 7.2 本公司員工就其職務上所知悉之事項或機密，應謹慎管理，非經公司揭露或因職務執行必要提供者外，不得洩漏予他人。包括本公司人員、客戶資料、發明、技術資料、業務機密等。前述應保密資訊包含產品設計、製造專業知識、財務會計資料、智慧財產權等資訊。以及其他可能被競爭對手利用、或洩漏之後對本公司或客戶有損害之未公開資訊。同仁不論於服務期間或離職後均應嚴守保密義務。

- 7.3 不論內容是否涉及機密資訊、同仁應避免將公司相關事宜於外部媒體如網路聊天室或是臉書等網站上公開談論。

- 7.1. ICP pays much attention on and establishes the relevant confidentiality contracts to protect colleagues and customers, manufacturers of privacy, personal information and business information. Colleagues should comply with the relevant norms.

- 7.2. The employees of ICP shall carefully manage the matters or secrets that are known to their duties and shall not be leaking to others unless they are disclosed by the company or are necessary for the execution of their duties. Including the company staff, customer information, inventions, technical information, business secrets and so on. The above-mentioned confidential information should include product design, manufacturing expertise, financial accounting information, intellectual property rights and other information. And other undisclosed

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information that may be exploited by a competitor or that has been compromised by the Company or the customer after the disclosure. Colleagues should strictly adhere to confidentiality obligations during or after service.

7.3. No matter the content is confidential or not, colleagues of ICP should avoid mentioning the matters related to the company in an external media such as an online chat room or a Facebook page.

8. 保護並適當使用公司資產 Protect and properly use the company's asset

本公司員工均有責任保護公司有形及無形資產、並以負責任的態度使用公司資產並於合法授權內使用。不得挪用、偷竊、偽造憑證或故意耗損公司所有或物品設備、或洩漏公司營業上之秘密、破壞公司聲譽致使公司蒙受損害。

Personnel in ICP should take the responsibility to protect the tangible and intangible assets of company and use the associate assets in a responsible manner within the legal authority. Do not embezzle, steal, falsify, intentionally wear out any equipment of the company, leak the company's business secrets, or damage the company's reputation.

9. 遵守法令、規章 Comply with laws and regulations

9.1 本公司員工應遵守適用於本公司之法律、規則及命令，包括內線交易及智慧財產保護之相關法律。

9.2 本公司員工應遵守公司所訂定之各項規章制度辦法，並隨時注意公司內部網站及公告欄內各項公告事項。

9.1. Employees of ICP shall comply with the applicable laws, rules and orders applicable to the company, including insider trading and intellectual property protection.

9.2. Employees of ICP shall abide by the rules and regulations stipulated by the company and keep an eye on all the announcements in the company's internal website and the bulletin board at any time.

10. 正確之文書記錄及報告 Documentation and report

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本公司員工應確保各種形式文書資料之正確與完整，並妥為保存。

The employees of ICP shall ensure that the various forms of documentation are correct /complete and properly maintained.

11. 鼓勵檢舉任何非法或違反本守則之行為

Encourage to prosecute any behavior that is unlawful or breach of this Code

本公司員工於發現違反法令、規章或本守則之行為時，得以具名檢舉方式向主管呈報，本公司將盡全力保密及保護呈報者之身分，使其免於遭受威脅。

本公司舉報管道可透過公司內部系統設置之員工信箱或以電子郵件方式。經由員工信箱可直接通往本公司高階主管單位，一旦接獲舉報會協同相關人資、稽核單位進行調查處理。若涉及違法或情節重大者則移送政府相關單位處理。

If any employee of ICP discovers a breach of the Act, the Rules or the Code, he (she) should immediately report to his (her) superior, the company shall make its best effort to keep the identity of the reflector from being exposed and keep him (her) from being threatened.

The specific channel of report in ICP may be set up via the internal system or by e-mail. The staff's mailbox can directly send messages to the company's senior management. Once a report is received, the associated human resources and the audit unit will make an investigation. If something is related to the illegal or major circumstances, then switch to the relevant government departments to deal with.

12. 懲戒措施 Disciplinary measures

本公司員工有違反本守則之情形，並經本公司查證核實者時，得發出警告函，或依情節之大小，予以下列不等之處分。

12.1 扣發績效獎金；

12.2 降職、降等；

12.3 免職；

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12.4 採取法律行動。

In the event that the employee of ICP violates the circumstances of this Code and verified by the Company, he or she may only receive a warning letter or may be punished in accordance with the following penalties depending on the severity of the plot.

12.1. Deducted performance bonus

12.2. Demoted

12.3. Removal

12.4. Take legal action.

13. 豁免適用之程序 Exemption

本公司員工不得豁免適用本守則之條文。

Employees of ICP shall not be exempted the binding of this Code.

14. 施行及揭露方式 Implementation and disclosure

14.1 本守則經董事會通過後實施並揭露於公司內部網站。

14.2 本公司應於年報、公開說明書及公開資訊網站揭露本守則，修正時亦同。

14.1. This Code is implemented and disclosed on ICP's internal website after approved by board of directors.

14.2. ICP shall disclose this Code in the annual report, public statement and public information website, any amendment will do the same way.

01/02/2024

修訂記錄 Revision History

Initial Release