

# GCL Technology Holdings Limited

## Corporate Code of Conduct

### Chapter I: General Principles

#### Article 1 Purpose

GCL Technology Holdings Limited (hereinafter referred to as "GCL Technology," "the Company," or "we") is committed to conducting business in a fair and ethical manner, actively undertaking social and environmental responsibilities, and striving to become a respected and responsible enterprise.

GCL Technology has established this Code to define the behavioral standards and fundamental principles adhered to in our dealings with all stakeholders, including the core values guiding the selection of business partners. This Code covers key areas such as environmental protection and social responsibility, information confidentiality, antitrust and fair competition, anti-money laundering, management of conflicts of interest, anti-bribery and anti-corruption, and whistleblowing mechanisms, providing comprehensive guidance for the ethical and compliant conduct of the Company and its stakeholders in commercial activities.

#### Article 2 Basis of Preparation

GCL Technology's Code of Conduct is formulated with reference to international standards and industry best practices, including the *United Nations Global Compact Ten Principles*, the *UN Guiding Principles on Business and Human Rights (UNGPR)*, the *UN Universal Declaration of Human Rights*, the *Voluntary Principles on Security and Human Rights*, and the *International Labour Organization's Declaration on Fundamental Principles and Rights at Work*.

#### Article 3 Scope of Application



This Code applies to the Company and its directly affiliated enterprises, wholly owned and holding companies. It also serves as an important criterion for GCL Technology in project investment and supplier selection. GCL Technology will promote adherence to this Code among relevant business partners. Any violation of this Code may harm the business relationship with GCL Technology and could even lead to the termination of cooperation.

## **Chapter II: Governance**

### **Article 4 Lawfulness and Compliance**

We adhere to laws and regulations as the foundation for all conduct. The formulation of this Code is rooted in the core principle of lawfulness and compliance, requiring all individuals to strictly abide by the local laws and regulations in their places of operation, respect local customs, and resolutely avoid any illegal or improper acts.

### **Article 5 Appeals of Stakeholders**

We highly value the opinions and appeals of our stakeholders. We actively communicate with stakeholders to gain a deep understanding of their concerns and integrate this feedback into the Company's business activities.

We will establish a sound, accessible, and efficient grievance mechanism, set up dedicated channels for stakeholder complaints and appeals, and make every effort to resolve the issues they raise.

### **Article 6 Free and Fair Competition**

We uphold the principles of free and fair competition. In competition, we advocate for integrity and fairness and strictly comply with local and international anti-monopoly and anti-unfair competition laws. We strive to surpass competitors through excellence, rather than relying on unethical or illegal means.



We are committed to providing customers with high-quality, safe, and responsible products and services, ensuring the authenticity and reliability of transaction data, and firmly opposing any form of commercial fraud.

We strictly prohibit the use of illegal or unethical methods to obtain information from competitors or partners and also forbid the dissemination of false information about competitors. When interacting with competitors, employees must not disclose any confidential information.

#### **Article 7 Business Ethics, Anti-Fraud, and Anti-Bribery**

We prohibit offering cash, cash equivalents, or any form of direct or indirect benefit transfer to any individual or organization for the purpose of obtaining business or improper gains. Simultaneously, we prohibit accepting or soliciting any improper benefits and will impose strict penalties on violators.

Employees shall not participate in kickbacks, investment returns, money laundering, secret commissions, giving or accepting gifts, entertainment, or sponsored travel, etc., under circumstances that are illegal or may lead to improper influence.

#### **Article 8 Conflicts of Interest**

We are committed to preventing conflicts of interest in business activities and encouraging employees to make impartial and rational decisions. In situations where a conflict of interest is suspected, employees should report all actual or potential conflicts of interest to the compliance management department in a timely manner according to established procedures.

#### **Article 9 Insider Trading**

We strictly prohibit insider trading. It is forbidden to trade securities or stocks using inside information, or to provide inside information to others for trading purposes. We will implement strict management of inside information for personnel who possess inside information about GCL Technology and its affiliated companies; such information must not be used for personal gain before it is publicly disclosed.

## **Article 10 Property Rights**

We respect the property rights of all parties. We fully protect our own property from infringement and respect the property rights of others, never infringing upon others' property rights. The term "Property" here includes not only physical assets but also intangible assets such as trade secrets, patents, trademarks, copyrights, technical data, databases, customer information, salary information, and any unpublished financial data and reports.

## **Article 11 Whistleblower Protection**

We support and protect those who courageously speak out. Any form of retaliation against individuals for raising questions or expressing concerns is prohibited. We will make every effort to protect whistleblowers, establish channels for reporting and anonymous complaints, and implement protective measures to prevent whistleblowers from suffering retaliation.

# **Chapter III: Social**

## **Article 12 Occupational Health and Safety**

We firmly believe that the occupational health and safety of our employees is the foundation of the enterprise. To this end, we are committed to creating a healthy and safe working environment for every employee.

We strictly comply with national and local occupational health and safety laws and regulations, adhere to the principles of "prevention first, combining prevention with control, classified management, and comprehensive governance," and implement a management system characterized by "corporate supervision, enterprise accountability, hierarchical management, and target-based assessment." We are dedicated to achieving the management objectives of "zero occupational disease accidents" and "zero fire or explosion accidents."

**Article 13** We strive to fully protect the health and legitimate rights and interests of our employees by establishing and improving an occupational health and safety risk management system, strengthening emergency response mechanisms, building employee occupational health protection systems, and regularly conducting occupational health education and training.

#### **Article 14 Working Environment**

We are committed to creating a working environment for our employees that is both healthy and fulfilling. We pay close attention to the physical and mental health needs of our employees, actively eliminate all occupational health risk factors, and advocate for a harmonious balance between work and life.

#### **Article 15 Respect for Labor Rights**

We respect the fundamental labor rights of all stakeholders and adopt a zero-tolerance attitude towards any behavior that infringes upon these rights.

We strictly prohibit the use of child labor and any form of forced or compulsory labor, while safeguarding employees' various basic rights from infringement.

We support employees' freedom of association and right to join trade unions and respect the right of employees to engage in collective negotiation with the Company.

We are committed to providing employees with fair remuneration, reasonable working hours, and safe working conditions, and we formulate corresponding policies and control measures to protect workers' rights.

#### **Article 16 Non-Discrimination and Anti-Harassment**

We uphold the principle of fairness and are free from bias in recruitment and promotion decisions. We promise to provide employees with a safe and healthy working environment and require all employees to treat each other with professionalism, courtesy, and respect in the workplace.

We absolutely do not allow discrimination in recruitment and promotion based on race, religion, age, nationality, gender, marital status, pregnancy, or other factors, and

strictly prohibit requiring employees or candidates to undergo discriminatory medical examinations.

We do not tolerate any form of bullying, intimidation, harassment (including but not limited to sexual harassment and other harassment based on legally protected categories), or discriminatory behavior. We popularize legal knowledge and raise employees' awareness of human rights protection through education and training on non-discrimination and anti-harassment. We have established a sound grievance mechanism and set up a coordinated mechanism for preventing and punishing workplace harassment. In cases of discriminatory behavior or harassment, serious corrective or disciplinary actions will be taken.

### **Article 17 Community Engagement and Development**

We deeply understand that the growth of our enterprise is inseparable from the support of all sectors of society. Therefore, we always maintain an open attitude, keep close contact with the community, and provide help to the best of our ability.

We actively carry out public welfare activities in areas such as rural revitalization, charitable donations, and caring visits by undertaking corporate social responsibilities, with special attention to groups such as left-behind children, impoverished university students, and students in special education schools, to convey warmth and care.

We require all enterprises to pay attention to vulnerable groups in their localities, such as women and children, indigenous immigrants, the elderly, persons with disabilities, homeless individuals, the illiterate and those with low education levels, as well as ethnic minorities and religious groups, and to provide necessary care and support.

### **Article 18 Tax Compliance**

We strictly comply with the laws and regulations of the countries or regions where we operate and fulfill our obligation to pay taxes in accordance with the law, including but not limited to various taxes, fees, and royalty charges.

### **Article 19 Responsible Political Participation**



We adhere to the principle of responsible political participation. Our employees must comply with local laws and regulations when engaging in political activities in their personal time and ensure that such activities do not harm the interests of the Company.

## **Article 20 Responsible Sourcing**

We require suppliers to adhere to high standards of professional ethics, safety, health, environmental protection, and labor rights policies, ensuring these standards are consistent with those of GCL Technology.

We actively promote the full integration of ESG into supply chain management and implement sustainability risk management for the supply chain. By putting forward clear management requirements and conducting ESG reviews on suppliers regarding labor rights, occupational health and safety, the environment, conflict minerals, and other aspects, we standardize suppliers' ESG behaviors, promote further systematization and standardization of suppliers' ESG management, and help the industrial chain achieve a sustainable transformation.

## **Chapter IV : Supplementary Provisions**

### **Article 21 Environmental and Ecological Protection**

We firmly adhere to the environmental protection laws, regulations, and government regulatory requirements in the regions where we operate, strictly controlling any potential negative impact of our production and business activities on the ecological environment. We actively advocate for the concept of ecological conservation and encourage the implementation of ecological restoration projects, striving to minimize the environmental footprint of our operations.

We continuously seek to enhance the comprehensive utilization efficiency of energy and water resources by innovating management models, optimizing production equipment and processes, adopting environmentally friendly materials, and promoting the saving, recycling, and circular use of resources.



We pay close attention to the environmental management performance of our suppliers. Requirements such as building a green supply chain, conserving energy and reducing consumption, and lowering carbon emissions are incorporated into our Supplier Code of Conduct. We require all suppliers to strictly comply with environmental protection legal standards and international norms in their production activities, ensuring their operational methods minimize environmental impact. Furthermore, we treat the environmental management level of suppliers as a key evaluation metric, driving them to jointly build a green and sustainable development industrial chain.

## **Article 22     Climate Change**

We actively respond to the challenges of climate change and fully support the goals of global climate agreements. With reference to international standard systems, we regularly conduct carbon emission verification for key products at both the operational level and throughout the value chain and continuously improve the company's carbon emission inventory and audit mechanisms. By implementing dual control measures for both energy efficiency and carbon emissions, we lay a solid foundation for the planning and execution of the company's energy conservation and emission reduction initiatives.

We proactively promote the certification of product carbon footprints and carry out carbon reduction efforts based on carbon emission assessments throughout the product life cycle.

We adopt production processes and raw materials/energy that have minimal environmental impact, actively explore effective pathways, methods, and technologies for energy saving and emission reduction, and are committed to achieving joint emission reductions with our upstream and downstream partners in the industrial chain.

## **Chapter V: Supplementary Provisions**





## **Article 23** Interpretation

This policy is ultimately interpreted by the Sustainability Center of GCL Technology Holdings Limited.