

POLICY 政策

SUPPLIER CODE  
OF CONDUCT  
供應商行為準則

tapestry

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## TAPESTRY, INC. SUPPLIER CODE OF CONDUCT

### TAPESTRY, INC. 供應商行為準則

Tapestry, Inc., including all of its brands, subsidiaries and affiliates (the “Company” or “Tapestry”), operates a global business. The Company acknowledges its responsibility to respect human rights and is committed to conducting its business, and procuring products and services around the world, in a manner which is conducive to good global citizenship. The Company expects the companies from whom it procures products and services to comply with all applicable laws and regulations, to treat their employees fairly and with dignity and respect, to be socially responsible citizens in the countries and communities in which they operate, and to embrace the Company’s high standards of ethical behavior.

Tapestry, Inc.，包括其所有旗下品牌、子公司和關聯機構（以下簡稱“公司”或“Tapestry”），經營全球性業務。公司尊重人權，並且致力於以有助於建立良好的全球公民責任感的方式在全球開展業務、進行產品和服務採購。公司期望其產品及服務供應商遵守所有適用的法律法規，公平對待員工並給予其尊嚴和尊重，在其經營所在國家及社區承擔社會責任，並執行公司關於道德行為的高標準。

Accordingly, the Company has enacted the following **Supplier Code of Conduct**. Tapestry is committed to the standards set forth above and expects all companies from whom it procures products and services to be bound by this Supplier Code of Conduct. Please note that this code supersedes the Coach, Inc. supplier selection guidelines.

因此，公司已制定以下**供應商行為準則**。Tapestry以達成以上標準為己任，期望其所有產品及服務供應商受此供應商行為準則的約束。請注意，此供應商行為準則取代Coach, Inc.供應商選擇指導準則。

“Suppliers” include contractors, joint venture partners and suppliers of goods and services, including raw material suppliers and any contractor or agent utilized by the supplier in work for the Company.

“供應商”包括承包商、合資夥伴及商品和服務的供應商（包括原材料供應商），以及任何供應商在與公司的合作中所使用的承包商和代理。

#### 1. Ethical Standards 道德標準

The Company will only do business with those suppliers who embrace high standards of ethical business behavior and who demonstrate commitment to those standards through rigorous practices.

公司將只與在商業行為方面堅持高道德標準並通過實際行動嚴格遵守該等標準的供應商進行業務往來。

#### 2. Legal Requirements 法律要求

The Company is committed to full compliance with all laws and regulations in the locations where the Company operates and conducts business, and will not knowingly operate or use suppliers who operate in violation of any such law or regulation.

公司致力於充分遵守公司經營和開展業務所在地的所有法律法規，並且在知情的情況下不會違反任何該等法律法規進行經營或聘用違反任何該等法律法規進行經營的供應商。

### 3. Anti-Corruption 反腐败

The Company is committed to working with suppliers who do business in an honest and transparent way. In accordance with the US Foreign Corrupt Practices Act of 1977, and other applicable international laws, suppliers may not pay bribes or otherwise make improper payments. This means that Tapestry suppliers must not, directly or indirectly, offer, pay, promise to pay, authorize the payment of, any financial or other advantage, or anything else of value, to any person for the purpose of securing an improper advantage for the supplier or the Company. This includes any attempt to impact the objectivity of third party representatives appointed by Tapestry to carry out inspections or compliance audits. The Company's Anti-Corruption Policy can be found at [www.tapestry.com/investors/](http://www.tapestry.com/investors/) under the Global Business Integrity Program section.

公司致力於與誠實、透明地開展業務的供應商往來。根據美國1977年頒佈的《反海外腐敗法》及其他適用的國際法律，供應商不得賄賂或以其他方式進行不當支付。也就是說，Tapestry的供應商不得為供應商或公司牟取不當利益而直接或間接地向任何人士提供、支付、承諾或授權支付任何資金或其他利益或任何有價之物，包括從事任何行為以試圖影響由Tapestry指定的協力廠商代表進行的檢查或合規審計之客觀性。公司的反腐败政策可於[www.tapestry.com/investors/](http://www.tapestry.com/investors/)的“全球商業誠信計畫”專區進行查看。

### 4. OFAC Compliance 遵守OFAC的規定

The Company expects that no supplier will act, or provide any materials or services, directly or indirectly, for or on the behalf of any country, person or entity that appears on the Specially Designated Nationals and Blocked Persons List, as maintained by the Office of Foreign Assets Control (OFAC) of the U.S. Department of the Treasury or is otherwise subject to OFAC sanctions.

公司不希望任何供應商直接或間接地為了或代表美國財政部海外資產控制辦公室（OFAC）的特別指定國民名單上所列的國家、個人或實體，或者以其他方式受到OFAC制裁的任何國家、個人或實體行事或者提供任何材料或服務。

### 5. North Korea 朝鮮

The North Korea Sanctions and Policy Enhancement Act of 2016 includes a provision that any goods, wares, merchandise and articles made by North Korean citizens or nationals anywhere in the world are presumed to be forced-labor goods under Section 307 of the Tariff Act of 1930. Any shipment of goods believed by US Customs and Border Patrol to be made with forced and/or prison labor may be banned from all US ports of entry.

根據《2016朝鮮制裁和政策增強法案》的規定，世界任何地方的朝鮮公民或國民製造的任何貨物、產品、商品和物品均被認定為1930年《關稅法》第307條下的強迫勞動貨物。任何被美國海關和邊境巡邏隊認為是以強迫和/或監獄勞動力製造的任何貨物可能會被禁止進入美國的入境口岸。

Suppliers must ensure that no North Korean nationals or citizens are employed the manufacture of the Company's raw materials or finished goods. The Company will utilize its existing verification processes and procedures to ensure compliance.

供應商必須保證不僱傭任何朝鮮公民或國民以製造公司的原材料或成品。公司將運用其現有的甄別流程和程式來確保供應商遵守本條款的要求。

For practices related to the Company's policies on slavery and human trafficking, including information on how we vet our supply chain, please refer to section 8.

請參見第8條瞭解公司政策中有關奴隸及人口販運的措施，包括我們如何審查我們的供應鏈。

## 6. Environmental Requirements & Sustainability 環境要求及可持續發展

The Company believes in doing business with those suppliers who share the corporation's commitment to the environment, and who pursue practices which conform to applicable environmental standards. The Company expects suppliers to promptly develop and implement plans and programs to correct any non-compliant environmental practices. This includes, but is not limited to, complying with all applicable local environmental laws and regulations. As regulations change in the future, the Company expects its suppliers to comply with any new environmental regulations.

公司選擇與那些認同我們公司對於環境的承諾且實際行動符合適用環境標準的供應商進行業務往來。如果供應商存在任何不合規的情況，公司希望其立即制定並實施計畫和程式進行改正，包括但不限於遵守所有適用的當地環保法律法規。鑒於法規在未來可能會修訂，公司希望其供應商遵守任何新的環保法規。

Sustainability has long been a part of how the Company does business. The Company publishes an annual sustainability report that describes its strategy and commitment to the environment and social responsibility. You can find the report at: [www.tapestry.com/investors/](http://www.tapestry.com/investors/) under the Sustainability Report section.

長久以來，可持續發展戰略已成為指導公司如何開展業務的一部分。公司已發表年度可持續發展報告，其中介紹了對於環境和社會責任的戰略及貢獻。該報告可於[www.tapestry.com/investors/](http://www.tapestry.com/investors/)的“可持續發展報告”專區進行查看。

## 7. Conflict Minerals 衝突礦產

As a publicly traded US Company, the Company is required to disclose the use of “Conflict Minerals” required for the functionality of its products. Conflict Minerals come from the Democratic Republic of Congo and surrounding countries and include Tin, Tungsten, Tantalum and Gold (3TGs).

作為一家於美國公開上市的公司，公司必須披露其為產品功能而使用的“衝突礦物”。衝突礦產來自剛果民主共和國及其周邊國家，包括錫，鎢，鉭和黃金（3TGs）。

Any 3TGs used in the production of Company products, and the applicable smelters, must be disclosed to the Company during its annual Conflict Minerals survey. The Company also encourages its suppliers to look for conflict-free certified sources when sourcing 3TGs. For additional information, please refer to Tapestry's Conflict Mineral policy at [www.tapestry.com/investors/](http://www.tapestry.com/investors/) under the Conflict Minerals Policy section.

公司產品生產過程中及相關冶金廠所使用的任何3TGs，必須在年度衝突礦產調查中向公司披露。公司還鼓勵其供應商在採購3TGs時尋找無衝突的認證源。如欲獲取更多資訊，請於[www.tapestry.com/investors/](http://www.tapestry.com/investors/)的“衝突礦產政策”專區查看Tapestry的衝突礦產政策。

## 8. Slavery & Human Trafficking 奴隸及人口販賣

In compliance with the *California Transparency in Supply Chains Act (SB 657)* and the *UK Modern Slavery Act of 2015*, Tapestry will not knowingly use suppliers who employ slave labor or support human trafficking. You can find the Company's policies at: <http://www.tapestry.com/california-transparency-act-uk-modern-slavery-act-statement/> and <https://www.katespade.com/katespade-customer-service-ks-privacy-and-security/ks-ca-supply-chains-act.html>

為遵守《加州供應鏈透明度法案 ( SB 657 ) 》和2015年英國頒佈的《現代奴隸制法案》，Tapestry在知情的情況下不會聘用僱傭奴工或支持販賣人口的供應商。公司的相關政策可於 <http://www.tapestry.com/california-transparency-act-uk-modern-slavery-act-statement/> 和 <https://www.katespade.com/katespade-customer-service-ks-privacy-and-security/ks-ca-supply-chains-act.html> 進行查看。

## 9. Subcontracting Requirements 分包要求

Suppliers are prohibited from outsourcing any production process to a subcontractor if they have the capability in house. If a production process is outsourced, the supplier must provide certain information on the subcontractor to the Company upon request, such as name, address, contact person and specialty. All subcontractors are required to comply with this Code of Conduct.

除非供應商不具備自身能力完成某生產過程，否則不得將該生產過程外包給分包商。如果生產過程外包，供應商必須根據要求向公司提供有關分包商的某些資訊，例如姓名、位址、連絡人和專長。所有分包商都必須遵守本行為準則。

## 10. Animal Welfare 動物福利

The Company has adopted an animal welfare policy in order to ensure the humane and ethical treatment of the animals used in the production of Company product. You can find the Company's policy at: [www.tapestry.com/investors/](http://www.tapestry.com/investors/) under the Global Business Integrity Program section.

公司已正式通過一項動物保護政策，以確保會以人道和道德的方式對待公司產品生產過程中所使用的動物。公司的相關政策可於[www.tapestry.com/investors/](http://www.tapestry.com/investors/)的“全球商業誠信計畫”專區進行查看。

## 11. Employment Practices 僱傭行為

**Working Hours:** The Company will not knowingly use suppliers who fail to comply with the legal maximum working hours as specified by each country's standards and laws.

**工作時間：**在知情的情況下，公司不會聘用未能遵守各國標準及法律規定的法定最高工作時間的供應商。

**Child Labor:** While the legal definition of “children” may vary from country to country, the Company will not knowingly do business with suppliers who employ individuals who are under 15 years of age.

**童工：**鑒於各國關於“兒童”的法律定義不同，在知情的情況下，公司不會聘用僱傭15歲以下勞動力的供應商。

**Forced Labor:** The Company will not knowingly use suppliers of either raw materials or finished product that have been produced by involuntary or forced labor, whether indentured, bonded, prison or labor obtained through slavery, human trafficking or otherwise, nor will the Company use services provided by such labor.

**強迫勞動：**在知情的情況下，公司不會聘用由非自願的或被強迫的勞動力生產原材料或成品的供應商，不論勞動力是通過契約、擔保、監禁，還是通過奴役、人口販賣或其他方式獲得的，且公司不會接受由該等勞動力提供的服務。

**Disclosure of Country of Origin:** The Company expects that suppliers will provide any and all identification documentation, upon request, of all workers. This documentation must include country of origin.

**原籍國的披露：**公司希望供應商根據要求提供所有工人的任何和所有身份證明檔。該等檔必須包括原籍國的證明。

**Discrimination:** The Company believes that people should be employed on the basis of the ability to do the job, rather than on the basis of personal characteristics or beliefs. Suppliers must not discriminate against their employees on the basis of personal characteristics or beliefs, such as age, race, color, creed, ethnicity, nationality, alienage, citizenship, social origin, gender, religion, marital status, sexual orientation, gender, identity, genetic characteristics, maternity status, military status, disability or political beliefs, or any other legally-recognized protected basis prohibited by applicable law, at any stage of the employment relationship.

**歧視：**公司認為應該依據工作能力而非個人特徵或信仰僱傭員工。供應商不得在僱傭關係的任何階段以個人特徵或信仰（例如年齡、種族、膚色、信仰、民族、國籍、外僑、公民、社會出身、性別、宗教、婚姻狀況、性取向、性別、身份、遺傳特性、生育狀況、軍籍、殘疾或政治信仰，或任何其他根據適用法律應予以禁止並加以保護的合法依據）為依據歧視其員工。

**Harassment & Disciplinary Practices:** Tapestry suppliers must treat all workers with respect and dignity. No worker will be subject to corporal punishment, physical, sexual, psychological or verbal harassment or abuse. In addition, suppliers will not use monetary fines as a disciplinary practice.

**騷擾及懲罰行為：**Tapestry的供應商應給予所有員工尊嚴和尊重。員工不會受到體罰以及身體、性、精神或語言上的騷擾或虐待。此外，供應商不得以罰款作為懲戒措施。

**Health & Safety:** The Company believes in doing business with those suppliers who have demonstrated concern for and commitment to the health and safety of their employees.

**健康及安全：**公司選擇與關注並致力於其員工健康和安全的供應商進行業務往來。

**Wages & Benefits:** Suppliers must meet all legal requirements to ensure that minimum wages are adhered to, any and all overtime is paid for, and any benefits due to the employees are satisfied.

**工資及福利：**供應商必須遵守所有法律要求，以確保符合最低工資標準的要求、支付加班費、並且為員工提供滿意的福利待遇。

**Freedom of Association & Collective Bargaining:** Suppliers must respect the legal rights of employees to freely and without harassment participate in worker organizations of their choice, and to refrain from joining organizations if that is their wish. Suppliers must not threaten or penalize employees for their efforts to organize or bargain collectively where permitted by the laws of the country of manufacture, nor may they discriminate against workers as a result of any such organization affiliation.

**結社自由和集體談判：**供應商必須尊重員工自由且不受騷擾地參與他們選擇的工人組織或根據其意願拒絕加入某組織的合法權利。供應商不得因員工參與或組織製造國法律允許的集體談判而對其進行威脅或懲罰，也不得因員工加入該等組織而歧視員工。

This section is inclusive of all types of labor such as full or part-time, shift, migrant and/or seasonal, contractors, consultants, and anyone else employed by any means of compensation.

本部分適用於所有類型的勞動力，如全職或兼職員工、輪班制員工、流動性和/或季節性員工、承包商、顧問以及任何通過支付薪酬僱傭的人。

Additionally, Tapestry will favor those suppliers who are proactive in contributing to the continued education and betterment of its employees.

此外，Tapestry傾向於選擇積極促進員工繼續教育和提升的供應商。

## 12. Privacy & Security 隱私安全

For the purpose of this section, the notion of "Data Protection Laws" means (a) national laws implementing the Data Protection Directive (95/46/EC) and the Directive on Privacy and Electronic Communications (2002/58/EC); (b) the General Data Protection Regulation (2016/679) (the "GDPR") and any national law issued under the GDPR, and (c) any other data protection laws, regulations, or regulatory requirements, guidance and codes of practice applicable to the Processing of Personal Data (as amended and/or replaced from time to time).

就本節而言，“資料保護法”的概念是指（a）實施資料保護指令（95/46 / EC）及隱私和電子通信指令（2002/58 / EC）的國家法律；（b）通用資料保護條例（2016/679）（“GDPR”）和根據GDPR發佈的任何國家法律，以及（c）適用於個人資訊處理的任何經不時修訂和/或替代的任何其他資料保護法律、法規，或監管要求、指南和操作規範。

The Company requires its suppliers to comply with applicable privacy and Data Protection Laws, and to maintain privacy and security policies and controls that meet or exceed all applicable legal and regulatory requirements.

公司要求其供應商遵守適用的隱私和資料保護法律，並採用滿足或超出所有適用法律和法規要求的隱私和安全政策及控制措施。

In order to comply with its legal obligations the Company must ensure that any third party which processes or shares personal data (as defined under Data Protection Laws) in the context of the provision of services takes sufficient steps to comply with the requirements of relevant Data Protection Laws. The Company therefore retains the right to carry out prior due diligence on its suppliers in relation to data protection, privacy and security. As part of such due diligence process, suppliers must complete Company's due diligence questionnaire.

為了履行其法律義務，公司必須確保所有處理或共用個人資料的任何協力廠商（如資料保護法律中所定義）在提供服務時採取足夠的措施來遵守相關資料保護法律的要求。因此，公司保留在資料保護、隱私和安全方面對供應商進行事先盡職調查的權利。作為此類盡職調查流程的一部分，供應商必須填寫公司的盡職調查問卷。

In accordance with section 16 of this Code of Conduct, Company also retains the right to carry out ongoing monitoring of its suppliers in relation to compliance with applicable data protection laws.

根據本行為準則第16條，公司還保留在遵守適用的資料保護法律方面對其供應商進行持續監控的權利。

In the event that suppliers use any sub- contractors, suppliers obligations in relation to data protection and security, including the requirement to participate in prior due diligence and ongoing monitoring, shall be passed down to such subcontractors.

如果供應商使用任何分包商，供應商在資料保護和安全方面的義務，包括參與事先盡職調查和接受持續監控的要求，應同樣適用於分包商。

### **13. Confidential, Proprietary and Personal Information 保密、專有及個人資訊**

One of the Company's most valuable assets is information. Suppliers must safeguard the Company's confidential and proprietary information, by keeping it secure, limiting access to those who have a need to know to perform their jobs and avoiding discussion of confidential information in public areas. The obligation to preserve the Company's confidential information, and that of its employees, business partners and customers, is ongoing, even if the relationship between the Company and the supplier is terminated. The supplier must take all necessary precautions to make sure that the information is not stolen, wrongly disclosed or illegally used.

公司最寶貴的資產之一就是資訊。供應商必須通過以下方式保護公司的保密和專有資訊：安全保管該等資訊；限制該等資訊的存取權限，僅對履行職責必須知曉該等資訊的人員開放；及避免在公共場所討論保密資訊。即使供應商與公司的合作關係終止，供應商的員工、業務合作夥伴及客戶仍有義務保護公司的保密資訊。供應商應採取一切必要的預防措施，以確保資訊不會被竊取、不當披露或非法使用。

### **14. Accuracy of Business Records 業務記錄的準確性**

Honest and accurate recording and reporting of information is essential. Every business transaction must be recorded correctly and in a timely manner. The Company therefore expects suppliers to be candid and accurate when providing or entering such information. Suppliers should not make false or misleading entries into their financial reporting systems. Internal controls should be established to ensure accurate business records are maintained.

誠實準確地記錄和報告資訊是至關重要的。每一筆商業交易必須被正確且及時地記錄。因此，公司希望供應商坦誠且精確地提供或錄入該類資訊。供應商不得在其財務報告系統中錄入虛假或誤導性的條目。供應商應建立內部控制手段以確保留存準確的商業記錄。

### **15. Conflicts of Interest 利益衝突**

The Company and its employees have an obligation to act in the best interests of the Company. Actions must be based on sound business judgment, not motivated by personal interest or gain.

公司及其員工有義務維護公司的最佳利益。所有行為必須基於合理的商業判斷，而不是受個人利益驅使。任何導致或可能導致個人利益和公司利益發生衝突的情況均須被避免。

Any situation, including any relationship or transaction between the Company and any employees or family members of employees of either the Company or its suppliers, that creates or appears to create a conflict of interest between personal interests and the interests of the Company must be avoided.

任何情況，包括公司與其或任何供應商的員工或員工親屬存在任何關係或進行任何交易，如導致或可能導

致個人利益和公司利益發生衝突，均須被避免。

The best way to avoid conflict of interest situations is to immediately disclose any situation that has the potential to be misunderstood by others, including other employees, customers, suppliers and the public. 避免利益衝突的最好方式是立即披露可能將被他人（包括其他員工、客戶、供應商和公眾）誤解的任何情況。

Both Tapestry employees and suppliers with whom Tapestry does business must disclose to the Company any actual or potential conflict of interest.

如有任何實際或潛在的利益衝突，Tapestry員工及與Tapestry有業務關係的供應商均須向公司披露。

## 16. Compliance 合規

To ensure that the Company's suppliers are fulfilling their obligation, the Company reserves the right to conduct audits and can use internal or external parties to conduct those audits. An audit may consist of a factory/company walk-through to evaluate the physical working conditions, as well as health and safety practices; confidential interviews with workers to provide freedom to speak on potential misconduct; and a review of all relevant documentation (e.g. payroll, time records, employee age and country of origin verification, licensures, certificates, waivers, etc.).

為確保公司的供應商積極履行其義務，公司保留進行審計的權利，並且可以使用內部或外部人員進行該等審計。一次審計可能包括對一個工廠/公司進行全面排查以評估實際的工作條件和健康安全措施；對員工進行私密採訪使其自由談論潛在的不當行為；以及審閱所有的相關檔（例如，工資單，出勤記錄，員工年齡以及來源國證明，許可證，證書及棄權證書等）。

If a factory visit reveals an issue that requires improvement the Company expects that all suppliers will take necessary corrective action to promptly remediate any non-compliance.

如果工廠抽查發現任何需要改進的問題，公司希望所有的供應商應採取必要措施以及時糾正任何不合規之處。

## 17. Tax Evasion 偷逃稅

Under no circumstances may suppliers engage in tax evasion or facilitate tax evasion on behalf of others. Suppliers and other third parties must ensure that they comply with all applicable tax laws and regulations in the countries where they operate, and should have appropriate controls in place to minimize the risk of tax evasion or its facilitation. Suppliers shall be open and transparent with the tax authorities.

在任何情況下，供應商不得進行偷逃稅或協助他人進行偷逃稅。供應商和其它協力廠商必須確保遵守其經營所在地所有適用的稅務法律法規，並且應採取適當的控制措施以最大限度地降低偷逃稅或協助偷逃稅的風險。供應商應對稅務機關保持公開透明。

## 18. Communication 溝通

Tapestry suppliers must communicate these principles and guidelines to their workers and supervisors. Tapestry的供應商必須將該等原則和指引傳達給其員工和監管人員。

#### **19. Known Violations 得知任何違反本準則的行為**

You are required to report any known violations of this Supplier Code of Conduct, including the policies referenced herein. If you have questions, need to make disclosures, or are concerned about conduct that you believe violates the Company's standards or the law, contact the Law Department at 212-615-2436. You may also report a matter (anonymously, if desired) by contacting the Tapestry Ethics and Compliance Reporting System online at <http://www.tapestry.ethicspoint.com>, or call a representative, at 1-800-396-1807 (for matters in the United States) or the international phone numbers available at [www.tapestry.com/investors/](http://www.tapestry.com/investors/) under the Contacting the Board section.

若您得知任何違反本公司供應商行為準則（包括本文提及的各項政策）的行為，請務必進行舉報。如有任何疑問、需要作出披露或擔心有行為已違反公司的標準或法律，請撥打212-615-2436聯繫法務部，或通過以下方式進行舉報（可匿名）：<http://www.tapestry.ethicspoint.com> 上的Tapestry道德和合規舉報系統；或撥打1-800-396-1807（美國地區）或 [www.tapestry.com/investors/](http://www.tapestry.com/investors/) 的“聯繫董事會”專區所列的相關國際熱線電話聯繫代表進行舉報。

**Doing business with Tapestry means that you acknowledge the Company's Supplier Code of Conduct and commit to doing business with the Company according to these terms. The Company reserves the right to terminate its business relationship with any supplier who is unwilling to comply with this Supplier Code of Conduct.**

與Tapestry進行業務往來，即表示貴方確認公司的供應商行為準則並且承諾根據該等條款開展業務。若有任何供應商不願遵守該供應商行為準則，公司保留與其結束合作關係的權力。