

Ethics Policy BELIEVE Group	道德政策 BELIEVE 集团
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Introduction

Since it was first established, Believe's core values have been transparency, expertise, fairness and respect. Believe's extraordinary growth is possible because those values are fundamental to the way we do business.

This ethical requirement is reinforced by regulations and must apply to every one of us, individually and collectively. We have to make numerous decisions on a daily basis: some of them can sometimes raise complex ethical questions that warrant careful consideration.

In this context, this ethics policy ("Policy") has been drafted. It establishes the main standards of conduct applicable to our business and sets out the guidelines that we must follow within Believe when we are called upon to make decisions.

Every one of us is a Believe Ambassador. The adherence by each of us to Believe's values contributes to our success.

I am counting on you to carefully read and comply with this Policy.

Denis Ladegaillerie
President and CEO of Believe

简介

自成立以来，Believe 的核心价值观一直是透明、专业、公平和尊重。因为这些价值观是我们开展业务的基础，这些价值观使 BELIEVE 的惊人增长具有可能性。

这些道德需要通过规章制度予以加强，其必须适用于我们每个人，无论是个人还是集体。我们每天都要做出无数的决定：有些决定有时会引起需要仔细考虑的复杂道德问题。

鉴于此原因，特草拟本道德政策（“政策”）。它确立适用于我们业务的主要行为标准，并制定当我们被要求做出决定时必须遵循的准则。

我们每个人都是 Believe 的形象大使。我们每个人对 Believe 价值观的坚持都有助于我们取得成功。

我期待您仔细阅读并遵守这一政策。

丹尼斯 • 拉德盖莱里
Believe 总裁兼首席执行官

I. Scope of the Policy

This Policy forms an integral part of Believe's Internal Regulations. It is available on the intranet and is notified to new employees.

I. 本政策的范围

本政策是 Believe 内部规章的组成部分。可以在企业内部网上获得并被告知新雇员。

This Policy applies to all employees of the Believe Group (hereafter "Believe" or "the Group"), irrespective of their role, status and the contractual relationship between them and Believe.

The obligations set out in this Policy must be observed by everyone. Moreover, every employee must ensure that all business partners of Believe (including producers, artists, distributors, suppliers, intermediaries and consultants) comply with the principles of this Policy.

II. Purpose of the Policy

This Policy is one of Believe's common reference documents. It is based on values that are at the core of Believe's culture and determines the rules of conduct that every employee must observe, at all times, in the performance of their day-to-day activities.

This Policy is not exhaustive: it cannot cover every situation or all applicable regulations. Nonetheless, everyone must act, at all times, in accordance with the spirit of this Policy and the principles set out therein, by demonstrating transparency, expertise, fairness and respect. It is up to everyone to read this Policy carefully to apply its rules and to exercise judgment and common sense.

If in any doubt, please consult your supervisor, the Compliance Officer or the Group Legal Director.

III. General ethical principles

Compliance with all applicable laws

Every Believe employee must demonstrate complete integrity in their and Believe's activities, irrespective of local practices and customs, and must comply with the laws of the countries in which Believe operates.

Professionalism and Quality of Service

Believe's mission is to serve artists at all stages of their careers in a manner that is beyond reproach. This implies that every employee must demonstrate a high level of professionalism in their activities. In particular, commitments made to Believe must be respected, and everyone must ensure that commitments made by Believe to its partners are respected, in accordance with Believe's values.

Anti-discrimination and anti-harassment

Believe is a firm advocate of equal opportunities. Everyone should refrain from discriminating against or treating anyone differently on the basis of their nationality, place of birth, sex, gender, age, physical characteristics, interests and hobbies, religion, sexual orientation, etc. No

本政策适用于 Believe 集团（以下简称“Believe”或“集团”）的所有雇员，不论其角色、地位以及与 Believe 的合同关系如何。

每个人都必须遵守本政策所规定的义务。此外，每名雇员必须确保 Believe 的所有商业合作伙伴（包括制片方、艺人、经销商、供应商、中介机构和顾问）遵守本政策的原则。

II. 政策目的

本政策是 Believe 的常用参考文件之一。它建立在 believe 文化的核心价值观基础上制定，这些价值观是决定每一位雇员在日常活动中必须遵守的行为准则。

本政策并非详尽无遗、面面俱到的：它不能涵盖所有情况或所有适用的规定。然而，每个人在任何时候都必须按照本政策的精神和其中规定的准则行事，表现出透明、专业、公平和尊重。每个人都应该仔细阅读本政策，运用它的规则和常识作出判断。

如有任何疑问，应当咨询其直接负责管理人员、合规管理人员或集团法务总监。

III. 一般道德原则

遵守所有适用法律

无论当地风俗习惯如何，每一位 Believe 雇员必须以诚信态度开展所有活动，并遵守 Believe 开展经营活动所在国家/地区的法律。

专业精神和服务质量

Believe 的使命是以一种无可非议的方式服务于艺人职业生涯的各个阶段。这意味着每个雇员都必须在工作中表现出很高的专业水平。特别是，必须尊重对 Believe 所做出的承诺，并且每个人都必须按照 Believe 的价值观，遵守其对合作伙伴所作出的承诺。

反歧视和反骚扰

Believe 是机会平等的坚定倡导者。每个人都不应因国籍、出生地、性别、年龄、身体特征、兴趣和爱好、宗教、性取向等而歧视任何人或区别对待任何人。任何羞辱、威胁或敌对行为都不能被容忍。

humiliating, threatening or hostile actions will be tolerated.

Health, safety and environment

Health, safety and the environment, which are part of Believe's commitments to SER (Social and Environmental Responsibility), are key factors for the development of Believe. Good management of health, safety and the environment is conducive to performance and requires everyone's participation and effort. Believe seeks to establish and maintain a healthy and safe working environment, and requires all its employees to do the same, and it endeavours to provide working conditions for all workers in accordance with legal provisions.

Intellectual property

Believe respects third-party rights, and intellectual property rights in particular. As such, Believe and its employees shall not use or copy the creations (work, trademark or invention) of a third party without their consent.

Protection of Believe's data and IT resources

Believe ensures a high level of protection of personal data. As such, personal data are protected and managed, throughout their life cycle, in accordance with the law. Believe is also committed to cyber security. Cyber security measures are implemented to protect systems, networks and files from hacking. No Believe employee should enter a protected information system without authorisation, intercept communications or damage the computer systems of third parties. Believe has set up an IT Charter to supplement these commitments, which is available on the Intranet.

Fair competition

No employee shall commit acts of unfair competition or participate in agreements (formal or implicit), which could be classified as anti-competitive, with companies in the same business sector as Believe.

IV. Policy on gifts and invitations

No gift in the sum of more than 200 euros per annum per employee and no advantage (including an invitation to an event) may be offered or received in order to obtain an advantage or exert influence over the actions of a third party.

V. Anti-fraud

Believe strongly condemns all forms of fraud, including corruption, conflicts of interest and influence peddling.

With the growth and sophistication of outside attempted fraud (e.g. "President fraud" consisting of a fraudulent

健康、安全和环境

健康、安全和环境是 Believe 对 SER (社会和环境责任) 做出承诺的一部分，是 Believe 发展的关键因素。良好的健康、安全和环境管理有利于业绩的发展，并同时需要每个人的参与和努力。Believe 致力于建立和维持一个健康和安全的工作环境，并要求其所有雇员都这样做，并努力按照法律规定为所有人员提供工作条件。

知识产权

Believe 尊重第三方权利，特别是知识产权。因此，未经第三方同意，Believe 及其雇员不得使用或复制第三方的创造成果（作品、商标或发明）。

Believe 的数据和信息技术资源的保护

Believe 保证个人数据得到高度保护。因此，个人数据在其整个生命周期中都依法受到保护和管理。Believe 也致力于网络安全保护。实施网络安全措施是为了保护系统、网络和文件免遭黑客攻击。任何 Believe 雇员不得未经授权进入受保护的信息系统，不得拦截通信或破坏第三方的计算机系统。Believe 已制定了一项信息技术政策，以补充上述承诺，该技术政策可在内部网上查阅。

公平竞争

雇员不得从事不正当竞争行为或与 Believe 的同行业公司订立（正式的或默示的）反竞争协议。

IV. 礼品和邀请政策

雇员每人每年赠送礼品的金额不得超过 200 欧元，且不得以获取利益或者对第三方施加影响等方式提供或者接受好处（包括参加活动的邀请）。

V. 反欺诈

Believe 强烈谴责一切形式的欺诈行为，包括腐败、利益冲突和以权谋私。

随着外部欺诈企图（例如“总裁欺诈”包括对金融交易的欺诈性要求）的增长和复杂化，每一名 Believe

request for a financial transaction), each Believe employee must remain extremely vigilant so as not to become, even unknowingly, an accomplice to an offence.

If in doubt, Believe advises everyone to consult their manager, even if the request seems urgent, confidential or originates from the Management.

Believe has implemented an Anti-Corruption Policy to supplement this Policy. This is available on the Intranet. For any additional information, please consult the Compliance Officer or the Group Legal Director.

VI. Relations with administrative authorities

Believe or its employees may be required to hold discussions or work with the representatives of administrative authorities or public officials in different countries. Such cooperation must be transparent at all times and in accordance with local law.

In particular, each employee undertakes to provide accurate, pertinent information to administrative authorities and their officials, and shall not provide them with any undue advantages (such as favours, gifts or preferential treatment).

Please see the Anti-Corruption Policy for more information.

VII. International penalties

Many States and international organisations implement economic sanctions and prohibitions against certain States, persons or entities. Breach of those prohibitions may result in civil or criminal penalties. Believe and its employees undertake not to breach those prohibitions.

Please contact the Compliance Officer for more information.

IX. Image of Believe and Internal Information

Believe's image and reputation are key assets for Believe's success and for nurturing the trust that its partners and artists place in Believe. Every employee must protect Believe's reputation, image and interests and prevent anyone from damaging them.

No communication regarding Believe should be made to the media, investors or the public without prior authorisation from Believe's Communication Department. No inaccurate information about Believe should be communicated externally.

雇员必须保持高度警惕，以免在不知情的情况下成为犯罪的同谋。

如有疑问，即使请求似乎紧急、机密或来自管理层，Believe 仍建议每个人咨询其直接负责管理人员。

Believe 实施了一项反贪腐政策来补充这一政策。该政策可在内部网上查阅，如需任何其他信息，请咨询合规管理人员或集团法务总监。

VI. 与行政当局关系

Believe 或其雇员可能被要求与不同国家的行政当局的代表或公职人员进行讨论或工作。该等合作必须始终透明，并遵循当地法律规定。

特别是，每名雇员承诺向行政机关及其官员提供准确、相关的信息，不得向行政机关及其官员提供任何不正当利益（如好处、馈赠或优惠待遇）。

有关详情，请参阅反贪腐政策。

VII. 国际性惩罚

许多国家和国际组织对某些国家、个人或实体实施经济制裁和禁令。违反这些禁令可能会受到民事或刑事处罚。Believe 及其雇员承诺不会违反这些禁令。

有关更多信息，请与合规管理人员联系。

IX. Believe 的形象和内部信息

Believe 的形象和声誉是 Believe 成功的关键财富，也是培养合作伙伴和艺人对 Believe 信任的关键资产。每个雇员都必须保护 Believe 的声誉、形象和利益，防止受到任何人损害。

未经 Believe 公共关系宣传部门事先授权，不得向媒体、投资者或公众作出关于 Believe 的任何宣传信息。关于 Believe 的任何不准确的信息都不应该在外部宣传。

No employee should use internal information, whether confidential or otherwise, for their own benefit, to disclose it, or even to advise third parties.

Effective measures must be implemented to protect internal information and documents.

X. Enforcement and Penalties

This Policy comes into force on 1 September 2020.

Ethics Committee

An Ethics Committee will ensure the implementation of this Policy and monitor compliance. The Ethics Committee will also oversee the application of the penalties described below. The Ethics Committee consists of the President and CEO, the Group Human Resources Director, the Group Legal Director and the Compliance Officer.

Reporting breaches

Any Believe employee or partner can report a breach of this Policy or of any applicable regulations to Believe, of which that employee or partner is aware and which may have been committed by a Believe employee.

Reporting is not mandatory, but Believe recommends doing so to ensure that everyone complies with this Policy.

Any breach may be reported:

- Via Believe's dedicated whistleblowing system, anonymously or otherwise
- To the Compliance Officer
- To the Group Legal Director
- To the President and CEO of Believe

Penalties

Compliance with the rules in this Policy is an essential obligation of every employee. Any breach may be regarded as a breach of contractual labour obligations and the Management may, taking into account the facts and circumstances, adopt one of the penalties listed below, without necessarily following the order of this classification:

- Call to order: reprimand for misconduct;
- Warning: written observation intended to draw the employee's attention to their misconduct and warning them of the possibility of further penalties in the event of subsequent misconduct
- Disciplinary layoff: temporary suspension of the employment contract without pay for a maximum of 8 working days;
- Disciplinary transfer: change in role as a penalty with no loss of pay;

任何雇员均不得为其自身利益使用内部信息（无论是保密信息还是其他信息）并予以披露，甚至不得告知第三方。

必须采取有效措施保护内部信息和文件。

X. 执行和处罚

本政策自 2020 年 9 月 1 日起实施。

道德委员会

道德委员会将确保本政策的执行并监督其遵守执行情况。道德委员会还将监督下文所述处罚的适用情况。道德委员会由主席、集团人力资源总监、集团法务总监和合规管理人员组成。

举报违反政策行为

对于 Believe 雇员所知悉的并且可能实施的违反本政策或任何适用法规的行为，任何 Believe 雇员或合作伙伴均可向 Believe 进行举报。

举报不是强制性的，但 Believe 建议这样做，以确保每个人都遵守本政策。

任何违反政策的行为均可以以下方式进行：

- 以匿名或以其他方式通过 Believe 的专门举报系统举报，
- 向合规管理人员举报
- 向集团法务总监举报
- 向 Believe 总裁举报

处罚

遵守本政策中的规定是每一位雇员的基本义务。任何违反都可视为违反合同规定的劳动义务，管理层可考虑具体情况，决定采取下列处罚措施之一，而不一定遵循此分类顺序：

- 要求遵守规定：对不当行为进行谴责；
- 警告：书面警告旨在提醒雇员注意其不当行为，并警告其如果随后的不当行为可能受到进一步处罚
- 惩戒性临时停职：暂时中止劳动合同，中止期间无薪酬，中止时间不超过 8 个工作日；
- 惩戒性调职：改变工作任务的一种处罚，但不丧失劳动报酬

- Demotion: assignment to a different role or position with loss of responsibility and pay;
- Disciplinary dismissal: termination of the employment contract with notice and compensation if the misconduct is not regarded as serious or gross;
- Disciplinary dismissal for serious misconduct: termination of the employment contract without notice and without severance pay;
- Disciplinary dismissal for gross misconduct: termination of the employment contract without notice, without severance pay and without compensation for paid leave.

If the allegations against the employee appear to be so serious that their continuation in their role is not possible for the duration of the disciplinary procedure, they may be laid off as a precaution, with immediate effect and with no maximum term, pending the future penalty. That precautionary layoff is immediately followed by the start of the disciplinary procedure.

The penalties specified above may vary according to legal constraints in the different countries in which the subsidiaries of the Believe group operate. For an indicative list of the penalties applicable outside France, please contact the Compliance Officer.

Language

This Policy is drafted in English and may be translated into other languages, particularly when required by law. In the event of a difference in interpretation between two versions, the English version shall take precedence.

Publication and entry into force

Depending on the legal requirements in each country where this Policy will be applied, this Policy may be:

- Posted internally in the premises of Believe
- Subject to formalities relating to the consultation of staff representatives
- Filed with the competent administrative authorities. An indicative list of any filings is available on request from the Compliance Officer.

- 降职：被分配到不同的工作任务或职位，丧失原有工作职责和劳动报酬；
- 惩戒性解雇：如果不当行为情节不严重、不重大，解除聘用合同并给予通知和经济补偿
- 严重不当行为的惩戒性解雇：不经通知解除聘用合同并不支付经济补偿金；
- 极其严重不当行为的惩戒性解雇：不经通知终止聘用合同，不支付经济补偿金，不支付带薪休假补偿金。

如果对该雇员的指控严重到在纪律处分程序期间无法继续履行职责，作为预防措施，该雇员可能会被停职，即时生效，且无最长期限，等待未来的处罚。在预防性停职之后，纪律处分程序立即启动。

上述规定的处罚可能会根据 Believe 集团子公司所在不同国家的法律约束而有所不同。有关在法国以外适用的处罚指示性清单，请与合规管理人员联系。

语言

本政策以英文予以起草，尤其在法律要求的情况下可翻译成其他语言。如两种文本在解释上有差异，则以英文文本为准。

公布和生效

根据本政策所执行的国家法律要求，本政策可：

- 在 Believe 的场内内部予以张贴
- 符合与职工代表协商相关的手续
- 报送主管行政机关备案。合规管理人员可被要求提供任何用于备案的指示性清单。