供应链 ESG 风险管理控制程序

Supply Chain ESG Risk Management Control Procedure

1. 范围和目的

I. Scope and Purpose

1.1 目的

1.1 Purpose

1.1.1 建立系统化机制，识别并管理供应链中的潜在与实际人权和环境不利影响。

1.1.1 Establish a systematic mechanism to identify and manage potential and actual adverse human rights and environmental impacts within the supply chain.

1.1.2 确保公司、分子公司及业务伙伴运营符合尽职调查法规及公司内部可持续发展目标。

1.1.2 Ensure that the operations of the Company, its subsidiaries and branch offices, and business partners comply with due diligence regulations and the Company’s internal sustainable development objectives.

1.1.3 将风险识别、评估、预防、纠正和补救措施纳入日常供应链管理流程。

1.1.3 Integrate risk identification, assessment, prevention, corrective actions, and remedial measures into daily supply chain management processes.

1.1.4 增强供应商 ESG 合规能力，推动负责任采购与长期合作关系。

1.1.4 Enhance suppliers’ ESG compliance capabilities and promote responsible sourcing and long-term partnerships.

1.1.5 通过透明披露和监督机制，提升公司在利益相关方中的信任与声誉。

1.1.5 Enhance trust and reputation among stakeholders through transparent disclosure and oversight mechanisms.

1.2 范围

1.2 Scope

本政策适用于公司及所属分子公司，包括泰州中来光电科技有限公司、江苏中来光能科技有限公司、山西中来光能电池科技有限公司等，以及与公司业务相关的各类活动的所有一级供应商、承包商及业务合作伙伴，涵盖原材料采购、加工、生产、销售等全部供应链环节，并重点关注涉及高风险地区的供应链活动。

The Policy applies to the Company and its subsidiaries and branch offices, including Jolywood (Taizhou) Solar Technology Co., Ltd., Jolywood (Jiangsu) Solar Technology Co.,Ltd., Jolywood (Shanxi) Solar Technology Co., Ltd., and all tier-one suppliers, contractors, and business partners engaged in various activities related to the Company’s business. The Policy covers all supply chain stages, including raw material procurement, processing, production, and sales, with a particular focus on supply chain activities involving high-risk regions.

1.3 制度管理与修订

1.3 System Management and Revision

本制度由法务部牵头制定与修订，相关职能部门配合执行。制度版本如需更新，应根据法规变化或管理需要，按程序报批后发布实施。

The Policy shall be developed and revised by the Legal Department as the leading department, with the cooperation of relevant functional departments for implementation. Where updates to the Policy version are required, they shall be submitted for approval in accordance with applicable procedures in response to regulatory changes or management needs, and shall be issued for implementation thereafter.

2. 风险识别与评估

II. Risk Identification and Assessment

2.1 供应商分类

2.1 Supplier Classification

- 依据 2025 年 7 月 1 日发布的《供应商管理办法》，供应商被划分为Ⅰ、Ⅱ、Ⅲ、Ⅳ、Ⅴ类。除特殊或必要情况（如发生重大负面舆情、合规事件，或因客户/监管机构提出额外要求）外，尽职调查对象原则上为Ⅰ类供应商及部分Ⅱ类供应商。
- In accordance with the *Supplier Management Measures* issued on July 1, 2025, suppliers are classified into Categories I, II, III, IV, and V. Except under special or necessary circumstances (such as major negative publicity, compliance incidents, or additional requirements from customers or regulatory authorities), due diligence shall principally cover Category I suppliers and a portion of Category II suppliers.
  - **Ⅰ类供应商：**为公司提供关键原材料或产品，对公司生产经营具有重要影响，为尽职调查重点对象。
- **Category I Suppliers:** Suppliers providing critical raw materials or products that have significant impact on the Company’s production and operations, constituting the priority focus of due diligence.
  - **Ⅱ类供应商：**对公司运营具有一定影响的供应商，可根据年度风险评估及工作计划，择需纳入尽职调查范围。
- **Category II Suppliers:** Suppliers with certain impact on the Company’s operations, which may be included in the due diligence scope as warranted by annual risk

assessments and work plans.

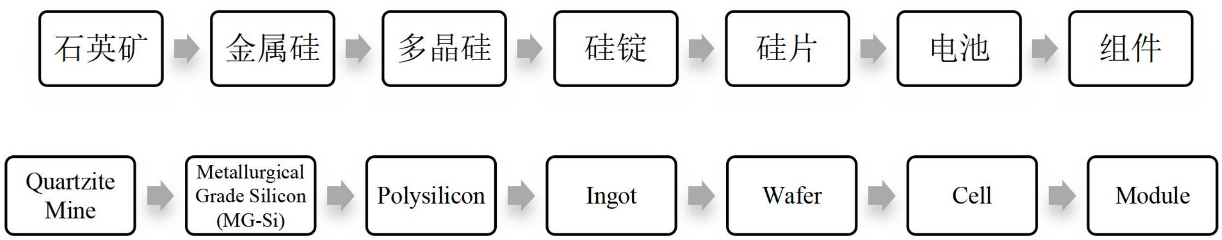
- Ⅲ、Ⅳ、Ⅴ类供应商：主要为生产辅料及服务类供应商，物料重要性低，原则上不纳入尽职调查范围。
- **Categories III, IV, and V Suppliers:** Principally suppliers of production auxiliary materials and services, with low material significance, which are in principle not included in the due diligence scope.
- 公司将以Ⅰ类供应商为重点开展尽职调查，依据年度工作计划及预算安排，逐步扩大覆盖范围，并制定年度供应商尽职调查计划。例如，在实施初期，可优先对采购金额排名前 5%的Ⅰ类供应商开展尽职调查工作；第二年可将覆盖范围扩大至采购金额排名前 10%的Ⅰ类供应商，或根据实际情况进行调整；后续视资源情况，可适当纳入部分Ⅱ类供应商开展尽职调查。
- The Company shall prioritize due diligence on Category I suppliers, progressively expanding scope in accordance with annual work plans and budget allocations, and shall formulate an annual supplier due diligence plan. For example, during the initial implementation phase, due diligence may be prioritized for the top 5% of Category I suppliers by procurement volume; in the second year, scope may be expanded to the top 10% of Category I suppliers by procurement value, or adjusted based on actual circumstances; subsequently, depending on resource availability, a portion of Category II suppliers may be appropriately included in the scope of due diligence.
- 除一级供应商外（直接供应商），如客户或法规有要求，公司可向二级及更上游供应商（间接供应商）开展尽职调查；若无特殊要求，上游供应商的尽职调查工作原则上通过线上资料收集方式进行，例如发放《供应商 KYS 风险评估表》。
- Beyond tier-one suppliers (direct suppliers), where required by customers or regulations, the Company may conduct due diligence on tier-two and upstream suppliers (indirect suppliers). Absent specific requirements, due diligence on upstream suppliers shall principally be conducted through online data collection methods, such as distributing the *Supplier KYS (Know Your Supplier) Risk Assessment Form*.

2. 2 风险识别步骤

2. 2 Risk Identification Steps

- **绘制供应链地图：**质量部或质量管理部针对公司采购的光伏组件，追溯并绘制硅料全链条供应商及其来源，收集供应商的生产、交易及运输单据，确保至少追溯到多晶硅阶段。同时，对玻璃、铝、铜辅材的主要供应商及其所在地、产品类别和业务规模进行梳理，形成可视化供应链地图，为供应链风险识别与管理提供依据。

- **Mapping the Supply Chain:** The Quality Department or the Quality Management Department shall, for photovoltaic modules procured by the Company, trace and map the full-chain silicon suppliers and their sources, collecting suppliers' production, transaction, and transportation documentation to ensure traceability at least to the polysilicon stage. In parallel, the Company shall map major suppliers of auxiliary materials including glass, aluminum, and copper, documenting their locations, product categories, and business scales, to form a visual supply chain map providing the basis for supply chain risk identification and management.



- **年度供应商尽职调查计划制定：**公司每年制定供应商尽职调查计划，明确需开展问卷调查及线下审核的供应商范围，为供应链风险管理提供总体安排。
- **Annual Supplier Due Diligence Plan Formulation:** The Company shall formulate an annual supplier due diligence plan each year, defining the scope of suppliers subject to questionnaire surveys and on-site audits, to provide overall arrangements for supply chain risk management.
- **问卷调查：**根据年度供应商尽职调查计划，向供应商发放《供应商 KYS 风险评估表》，供应商应在 10 个工作日内完成自评提交。
- **Questionnaire Survey:** In accordance with the annual supplier due diligence plan, the Company shall distribute the *Supplier KYS (Know Your Supplier) Risk Assessment Form* to suppliers, who shall complete self-assessment and submit the form within 10 working days.
- **线下审核：**根据年度供应商尽职调查计划，对当年筛选出的重点供应商，使用《供应商 ESG 审核表》直接安排线下审核，无需发放问卷；对于《供应商 KYS 风险评估表》结果显示的中高风险供应商，逐年安排线下审核，确保每年线下审核供应商数量不少于三家，以强化供应链实地风险管理。备注：例如，本年度筛选采购金额前 5%的 I 类供应商共 20 家，随机挑选其中 3 家进行线下审核（可根据实际供应商配合程度、地理位置等因素，也可主观评判，无硬性要求），其余 17 家发放《供应商 KYS 风险评估表》。若评估表结果显示中高风险，将制定线下审核计划，并使用《供应商 ESG 审核表》进行审核，可在本年度或后续年度完成。
- **On-Site Audit:** In accordance with the annual supplier due diligence plan, for key

suppliers selected for the current year, the Company shall directly arrange on-site audits using the *Supplier ESG Audit Form* without questionnaire distribution; for suppliers whose *Supplier KYS Risk Assessment Form* results indicate medium or high risk, on-site audits shall be scheduled progressively each year, ensuring no fewer than three suppliers are audited on-site annually to strengthen field-based supply chain risk management. Note: For example, if a total of 20 Category I suppliers ranking in the top 5% by procurement value are selected for the current year, 3 may be randomly chosen for on-site audit (subject to actual supplier cooperation, geographic location, and other factors, or may be determined through professional judgment without rigid requirements), with the remaining 17 issued the *Supplier KYS Risk Assessment Form*. If assessment results indicate medium or high risk, an on-site audit plan shall be developed and conducted using the *Supplier ESG Audit Form*, to be completed in the current or subsequent year.

2.3 供应商 ESG 风险分级

2.3 Supplier ESG Risk Classification

- 《供应商 KYS 风险评估表》风险分级标准：
- The *Supplier KYS Risk Assessment Form* Classification Criteria:

风险等级	分数范围	管理措施
低风险	80 分及以上	结合公司实际情况，可适当提高采购份额。
中风险	60－79 分	结合公司实际情况，对供应商定期、有计划地进行审核。
高风险	60 分以下	结合公司实际情况，对供应商进行线下审核，并采取整改措施；若改善不利，则减少合作或淘汰供应商。

Risk Level	**Score Range**	**Management Measures**
Low Risk	80 points and above	Procurement share may be appropriately increased in accordance with actual Company circumstances.
Medium Risk	60–79 points	Suppliers shall be audited regularly and systematically in accordance with actual Company conditions.
High Risk	Below 60 points	Suppliers shall be subject to on-site audit and corrective actions in accordance with the Company’s actual conditions; where improvement is inadequate, cooperation shall

		be reduced or the supplier shall be eliminated.

- 《供应商 ESG 审核表》分级标准：
- The *Supplier ESG Audit Form* Classification Criteria:

等级	英文	中文	整体符合度/条件
A	Very Good	优秀	≥90%，无严重或重大问题
B+	Good	良好 B+	80 – 90%，无严重或重大问题
B−	Good	良好 B−	60 – 90%，无严重问题，重大问题≤2
C	Acceptable	可接受	≥60%，无严重问题，重大问题>2
D	Insufficient	不足	<60%，或严重问题<2
E	Unacceptable	不可接受	严重问题≥2，或零容忍问题

Grade	**English**	**Chinese**	**Overall Rating / Conditions**
A	Very Good	优秀	Overall rating >=90%, No Critical or Major NC
B+	Good	良好 B+	80% <= Overall Rating < 90%, No Critical or Major NC
B-	Good	良好 B-	60% <= Overall Rating < 90%, No Critical but with no more than 2 Major NCs
C	Acceptable	可接受	Overall rating >=60%, no Critical NC but with more than 2 Major NCs
D	Insufficient	不足	Overall rating <60%, or critical NC is identified but less than 2
E	Unacceptable	不可接受	Two or more critical NCs or ZT NC are identified

2.4 评估频率

2.4 Assessment Frequency

- **首次评估：**对于现有供应商，公司根据年度供应商尽职调查计划，逐步发放《供应商 KYS 风险评估表》，并使用《供应商 ESG 审核表》安排线下审核。
- **Initial Assessment:** For existing suppliers, the Company shall progressively distribute the *Supplier KYS (Know Your Supplier) Risk Assessment Form* and arrange on-site audits using the *Supplier ESG Audit Form* in accordance with the annual supplier due diligence plan.
- **常规评估：**根据《供应商 ESG 审核表》结果实施差异化审核：A 级及 B+级供应商每三年审核一次，B−及 C 级供应商每两年审核一次，D、E 级供应商每年

进行全面评估。

- **Routine Assessment:** Differentiated audits shall be implemented based on the results of the *Supplier ESG Audit Form*: Grade A and B+ suppliers shall be audited once every three years; Grade B- and C suppliers shall be audited once every two years; Grade D and E suppliers shall be subject to comprehensive assessment annually.
- **特殊评估：**在新供应商准入、高风险地区或行业，或供应链发生重大变化时，公司将立即开展评估，确保供应链持续合规和风险可控。
- **Special Assessment:** The Company shall immediately conduct assessments upon new supplier admission, in high-risk regions or industries, or when material changes occur in the supply chain, ensuring sustained compliance and risk controllability.

3. 预防与缓解措施

III. Prevention and Mitigation Measures

3.1 风险优先级与行动原则

3.1 Risk Prioritization and Action Principles

- 优先处理最严重且最可能发生的不利影响，待这些问题在合理时间内得到解决后，再处理不太严重或不太可能发生的影响。
- Priority shall be given to addressing the most severe and most probable adverse impacts. Once these issues are resolved within a reasonable timeframe, less severe or less probable impacts shall be addressed thereafter.
- 在制定预防措施时，考虑不利影响的来源（公司自身、分子公司或业务伙伴），发生地点（直接或间接业务伙伴运营），以及公司对业务伙伴的影响能力。
- In formulating preventive measures, consideration shall be given to the source of adverse impacts (the Company itself, its subsidiaries and branch offices, or business partners), the location of occurrence (operations of direct or indirect business partners), and the Company's leverage over business partners.

3.2 合同与采购要求

3.2 Contractual and Procurement Requirements

- 要求一级供应商遵守公司行为准则，并签署合同保证，包括必要时的预防整改计划。
- Tier-one suppliers shall be required to comply with the Company's Code of Conduct and to sign contractual assurances, including preventive corrective action plans where necessary.

3.3 整改计划

3.3 Corrective Action Plans

- 制定明确时间表和定性/定量改进指标的预防整改计划，不得无故拖延实施。
- Preventive corrective action plans shall be developed with clear timelines and qualitative/quantitative improvement indicators, which shall be implemented without undue delay.
- 根据《供应商 ESG 审核表》结果，对关键不符合项（Critical）在一个月内整改；严重不符合项（Major）在三至六个月内整改；轻微不符合项（Minor）根据实际情况进行整改。
- Based on the results of *Supplier ESG Audit Form*, critical non-conformances shall be rectified within one month; major non-conformances shall be rectified within three to six months; and minor non-conformances shall be rectified in accordance with actual circumstances.

3.4 合作与行业倡议

3.4 Collaboration and Industry Initiatives

- 与行业或不同利益相关方合作，共同制定行动计划或推动行业层面风险缓解。
- The Company shall collaborate with industry peers or diverse stakeholders to jointly develop action plans or promote industry-level risk mitigation.
- 在法律允许的情况下，与其他实体合作提高预防或减缓不利影响的能力。
- Where legally permissible, the Company shall cooperate with other entities to enhance capabilities for preventing or mitigating adverse impacts.

3.5 二级及上游供应商与最后手段

3.5 Tier-Two and Upstream Suppliers and Measures of Last Resort

- 对无法通过上述措施充分预防的不利影响，可寻求二级及上游供应商签署合同保证，并附加合规验证措施。
- For adverse impacts that cannot be adequately prevented through the aforementioned measures, the Company may seek contractual assurances from tier-two and upstream suppliers, with compliance verification measures attached.
- 若潜在不利影响仍无法减缓，采取加强型预防计划，包括暂停或终止与相关供应商的业务关系，确保实施有合理时间表，并评估是否可合理预期成效。
- Where potential adverse impacts remain unmitigated, enhanced prevention plans shall be adopted, including suspension or termination of business relationships with relevant suppliers, ensuring reasonable timelines for implementation, and assessing whether effective outcomes may reasonably be anticipated.
- 在暂停或终止业务关系前，评估暂停或终止措施可能造成的不利影响是否超过潜在的 ESG 风险带来的不利影响，如超过则可不执行，并记录正当理由。
- Prior to suspending or terminating business relationships, an assessment shall be

conducted as to whether the adverse impacts potentially caused by such suspension or termination would exceed the adverse impacts arising from the underlying ESG risks. Where the former exceeds the latter, execution may be waived, with justified reasons documented.

4. 补救措施
Ⅳ. Remedial Measures

4.1 责任范围
4.1 Scope of Responsibility

- 对公司自身或分子公司直接造成的不利影响，公司应提供补救，包括赔偿、恢复环境、医疗救助等。
- For adverse impacts directly caused by the Company or its subsidiaries and branch offices, the Company shall provide remediation, including compensation, environmental restoration, medical assistance, and other measures.
- 对业务伙伴造成的不利影响，公司应利用影响力推动其采取补救，并可自愿提供支持。
- For adverse impacts caused by business partners, the Company shall leverage its influence to promote their remediation, and may voluntarily provide support.

4.2 具体补救措施
4.2 Specific Remedial Measures

- **停止侵权行为：**立即制止正在发生的人权或环境侵害。
- **Cessation of Infringement:** Immediately halt ongoing human rights or environmental violations.
- **赔偿损失：**根据具体情况向受影响方提供经济或其他形式的赔偿/补偿。
- **Compensation for Losses:** Provide economic or other forms of compensation/reparation to affected parties based on specific circumstances.
- **恢复原状：**对环境破坏进行修复，如清理污染物、植被恢复等。
- **Restoration:** Restore the environment from damage, such as through pollutant cleanup, vegetation restoration and similar measures.
- **承诺整改并限期落实：**要求责任单位制定整改方案，并跟踪落实情况。
- **Commitment to Rectification with Timebound Implementation:** Require responsible entities to develop rectification plans and track implementation status.
- **合同制裁或商业惩戒：**对严重违规的供应商，终止合作并列入黑名单。
- **Contractual Sanctions or Commercial Penalties:** For suppliers with serious violations, terminate cooperation and place them on a blacklist.

- **内部问责：**对相关内部责任人进行纪律处分，必要时移交司法机关处理。
- **Internal Accountability:** Impose disciplinary sanctions on relevant internal responsible persons, and transfer to judicial authorities for handling where necessary.

4.3 透明披露
4.3 Transparent Disclosure

- 补救过程及重要进展应记录在案，必要时向监管部门和利益相关方公开披露，以增强透明度和信任。
- The remediation process and significant progress shall be documented, and disclosed publicly to regulatory authorities and stakeholders where necessary, to enhance transparency and trust.

5. 持续改进机制
V. Continuous Improvement Mechanism

5.1 定期审查
5.1 Periodic Review

- 公司定期由法务部牵头，组织相关部门对《供应链 ESG 风险管理控制程序》的合规性、执行完整性及风险管理有效性进行全面评估。
- The Company shall, on a periodic basis and under the leadership of the Legal Department, organize relevant departments to conduct a comprehensive assessment of the compliance, implementation integrity, and risk management effectiveness of the *Supply Chain ESG Risk Management Control Procedure.*

5.2 动态更新
5.2 Dynamic Updates

- 根据审查结果、外部法规及行业标准变化，对控制程序进行动态更新和完善。
- Control procedures shall be dynamically updated and refined in response to review findings, changes in external regulations, and industry standards.
- 所有修订内容须经总经理办公会批准，并及时传达至公司内部各部门及相关供应商，确保政策落地和一致执行。
- All revisions shall be subject to approval by the General Manager’s Office and promptly communicated to all internal departments and relevant suppliers, ensuring policy implementation and consistent execution.

5.3　评估与改进

5.3 Evaluation and Improvement

- 定期评估政策实施效果，重点关注高风险及 C、D、E 级供应商整改完成率、补救措施落实情况、员工培训覆盖率等。
- The effectiveness of policy implementation shall be evaluated on a periodic basis, with focused attention on rectification completion rates for high-risk and Grade C, D, and E suppliers, implementation status of remedial measures, employee training coverage rates, and other key indicators.
- 评估结果用于优化控制程序，针对未达标事项制定专项改进计划，借鉴行业最佳实践，持续提升管理能力。
- Evaluation results shall be utilized to optimize control procedures, with targeted improvement plans formulated for non-conforming items, leveraging industry best practices to continuously enhance management capabilities.