

# Eris Technology Corporation

## Codes of Ethical Conduct

### **Article 1 Purpose and Basis of Formulation**

To guide the conduct of the Company's directors (including independent directors) and managers to meet ethical standards, and to enable the Company's stakeholders to better understand the Company's ethical standards, these Codes are hereby formulated for compliance.

### **Article 2 Definitions**

These Codes apply to the Company's directors (including independent directors) and managers. "Managers" as referred to in the preceding paragraph include the General Manager and equivalents, Vice Presidents and equivalents, Assistant Vice Presidents and equivalents, the head of the financial department, the head of the accounting department, and other persons who have the right to manage Company affairs and sign documents.

### **Article 3 Prevention of Conflicts of Interest**

The Company's directors (including independent directors) and managers shall avoid conflicts of interest where personal interests intervene or may intervene with the overall interests of the Company, and shall strictly adhere to the following principles:

1. Public duties shall be handled in an objective and efficient manner.
2. They shall avoid obtaining improper benefits for themselves, their spouses, parents, children, or relatives within two degrees of kinship based on their positions in the Company.
3. They shall proactively disclose any potential conflicts of interest with the Company.
4. They shall avoid other similar conflicts of interest.
5. The Company shall pay special attention to instances of loaning funds to or providing guarantees for related enterprises of the Company's directors (including independent directors) and managers, significant asset transactions, and purchase/sales dealings.
6. The Company shall establish a policy for preventing conflicts of interest and provide appropriate channels for the Company's directors (including independent directors) and managers to proactively disclose any potential conflicts of interest with the Company.

### **Article 4 Avoiding Opportunities for Self-Dealing**

The Company shall prevent its directors (including independent directors) and managers from engaging in the following:

1. Opportunities for self-dealing through the use of Company property, information, or by leveraging their positions.
2. Obtaining private benefits through the use of Company property, information, or by leveraging their positions.
3. Competing with the Company. When the Company has opportunities for profit, the Company's employees have a responsibility to increase the legitimate and legal benefits that the Company can obtain.

### **Article 5 Confidentiality Responsibility**

The Company's directors (including independent directors) and managers have a duty of confidentiality regarding information of the Company itself or its purchase/sales customers, unless authorized or required by law to disclose it. Confidential information includes all

undisclosed information that could potentially be used by competitors or, if disclosed, could harm the Company or its customers.

#### **Article 6 Fair Dealing**

The Company's directors (including independent directors) and managers shall treat the Company's purchase/sales customers, competitors, and employees fairly, and shall not obtain improper benefits through manipulation, concealment, abuse of information obtained based on their positions, misrepresentation of important matters, or other unfair trading practices.

#### **Article 7 Protection and Proper Use of Company Assets**

The Company's directors (including independent directors) and managers are responsible for protecting Company assets and ensuring their effective and legal use for official business. Theft, negligence, or waste of Company assets will directly impact the Company's profitability.

#### **Article 8 Compliance with Laws and Regulations**

The Company shall strengthen its compliance with the Securities and Exchange Act and other laws and regulations.

#### **Article 9 Encouraging Reporting of Illegal Acts or Violations of Codes of Ethical Conduct**

The Company shall strengthen the promotion of ethical concepts internally and encourage employees to report to independent directors, managers, internal audit supervisors, or other appropriate personnel when they suspect or discover any violations of laws, regulations, or these Codes of Ethical Conduct. To encourage employees to report illegal acts, the Company should establish relevant procedures or mechanisms and inform employees that the Company will do its utmost to protect the safety of the reporters from retaliation or harassment threats.

#### **Article 10 Disciplinary Measures**

When a Company director (including independent director) or manager violates these Codes of Ethical Conduct, the Company shall handle the matter in accordance with the disciplinary measures stipulated in these Codes of Ethical Conduct, and shall promptly disclose information such as the title, name, date of violation, reason for violation, violated principle, and handling status of the personnel who violated these Codes of Ethical Conduct on the Market Observation Post System. The Company should also establish a relevant grievance system to provide a channel for redress for those who violate these Codes of Ethical Conduct.

#### **Article 11 Procedures for Exemption**

Exemption of the Company's directors (including independent directors) and managers from complying with the Company's Codes of Ethical Conduct must be approved by a resolution of the Board of Directors, and information such as the title, name of the exempted personnel, date of Board approval for exemption, period of exemption, reason for exemption, and the exempted Codes shall be promptly disclosed on the Market Observation Post System, to facilitate shareholders' evaluation of whether the Board's resolution is appropriate, to curb arbitrary or suspicious exemptions from compliance with the Codes, and to ensure that any exemptions from compliance with the Codes have appropriate control mechanisms to protect the Company.

#### **Article 12 Method of Disclosure**

These Codes shall be disclosed in the annual report, prospectus, and on the Market Observation Post System, and the same shall apply to any amendments.

### **Article 13 Implementation**

These Codes shall take effect after being passed by the Board of Directors, and shall be submitted to the Audit Committee and reported to the shareholders' meeting. The same shall apply to any amendments.

### **Article 14 Date of Formulation and Amendment**

These Codes were formulated on December 21, 2015.