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Chief Compliance Officer/General Counsel
首席合规官/总顾问

To Whom It May Concern:
敬启者:

Viacom Inc, of which MTV China is a division, has issued a Supplier Compliance Policy which is applicable to all suppliers and services providers that either currently or wish to do business with MTV China. The Purpose of this policy (copy attached) is to ensure that all suppliers with whom MTV China interacts are aware of the standards to which they are expected to adhere. If these expectations are not met, it could result in MTV China ceasing to do business with your firm.

维亚康母有限公司(MTV 中国的总公司)发布了一份“供应商服从政策”，该政策适用于所有当前或希望与 MTV 中国发生业务关系的供应商和服务供货商。发布这项政策(后附)的目的是确保所有 MTV 中国的供应商知道他们应遵守的标准。如果没有达到这些期望，其结果有可能使 MTV 中国终止与贵公司的业务。

We value the relationship that we have developed with you as a supplier and business partner and we are confident that you will comply with this policy. Please distribute as is appropriately through your organization. Thank you for your attention to this matter.

我们重视与你们已经发展的供应商和商业伙伴关系，同时我们确信你们将遵守这项政策。请适当在你们的公司内传发。谢谢你们对此的关注。

Best regards,

MTV China
MTV 音乐电视台 (“MTV 中国”)
Managing Director
首席执行官



VIACOM'S SUPPLIER COMPLIANCE POLICY 维亚康母公司供货商服从政策

Viacom strives to maintain throughout its global operations a work environment that reflects the highest standards of business ethics and workplace behavior, and is committed to legal compliance and ethical business practices in all of its operations worldwide.¹ In furtherance of these standards, Viacom expects all of its suppliers to comply with all applicable laws and regulations in the places in which they do business, and to maintain the highest degree of ethics in every aspect of their business with Viacom. Viacom is firm in its resolve to do business only with those suppliers who share in its commitment to integrity.

维亚康母公司在全球的商务运作里力求保持一个反映商业道德和工作场所行为最高标准的工作环境，并在它的全球子公司做到遵守法律和道德商业惯例。为促进这些标准，维亚康母公司希望所有供应商在他们做业务时遵守所有适用的法律和章程，并在他们与维亚康母公司业务的每个方面维护最高的道德标准。维亚康母公司坚决只与那些分享他们正直承诺的供应商合作。

All of Viacom's suppliers should be familiar with Viacom's Business Practices Statement ("BPS") formerly known as the Business Conduct Statement (BCS). The BPS can be found at www.viacom.com. Hard copies of both are also available upon request to Viacom's Compliance Officers (the BPS contain instructions on the various means of communicating with, Viacom's Compliance Officers). All suppliers must maintain accurate financial reporting systems and records relating to each supplier's dealings with Viacom, and familiarize themselves with all of the BPS policies. They should be particularly aware that Viacom expects strict **COMPLIANCE** with all applicable laws, regulations and standards regarding:

所有维亚康母公司的供应商都应该熟悉维亚康母的商业行为声明（简称“BPS”）。商业行为声明（简称“BCS”）。BPS 可在 www.viacom.com 上查到。也可以向维亚康母合规官索要这两份文件（BPS 识别并包含各种与维亚康母服从官沟通的方法）。所有供应商必须保留每个与维亚康母往来的准确的财务报告系统和记录，并且熟悉所有 BCS 政策。特别是他们要了解维亚康母公司期望严格遵守以下可适用的法律、章程和标准：

- Anti-corruption and anti-bribery, including for example, the United States Foreign Corrupt Practices Act and the Organization for Economic Cooperation and Development Convention on Combating Bribery of Foreign Public Officials in International Business Transactions;
- 反腐败和反贿赂，包括如美国的反海外贿赂法和经济合作与开发组织关于外国公务员在国际商业交易的反贿赂条款；
- Political contributions and payments;
- 政治贡献和付款；

- Trade embargos and boycotts (particularly United States anti-boycott laws);
- 贸易禁运和抵制（特别是美国反抵制法）；

- Government contracting;
- 政府合约；

- Imports and exports generally, and on technology in particular; and
- 一般进口和出口，特别是科技方面；

- Fair and ethical employment practices including those relating to improper discrimination, child and forced labor; wages; hours; overtime and benefits; and health, safety and the environment.
- 公平道德的雇佣关系，包括相关不正当歧视、儿童和强制劳动力、工资、时间、加班、福利、健康、安全和环境。

Viacom policy **PROHIBITS** all of the following conduct:
维亚康母的政策禁止以下行为：

- The offering or giving of direct or indirect, improper payments gifts or other thing of value, to any domestic or foreign government official or employee, as well as their representatives, agents or family members;
- 直接或间接向任何国内或国外政府官员或职员提供或给予不适当的礼物或有价值的物品，包括他们的代表、代理或家庭成员；

- The offering or giving of discounts, entertainment, meals, transportation, gifts or other favors or personal benefits to Viacom employees, other than as expressly provided in the BCS;
- 向维亚康母员工提供或给予折扣、娱乐项目、餐饮、交通、礼物、其它喜好或个人好处（在 BCS 中明确指出的除外）；

- Anti-competitive business practices and non-adherence to applicable local and international antitrust laws;
- 反竞争商业条款和不遵守对可适用的本地及国际反垄断法；

- Use of Viacom's name, assets (including, without limitation, intellectual property such as any Viacom trademarks or logo), facilities or services without written authorization or for any improper purpose;
- 未经书面授权使用维亚康母公司名称、资产（包括但不限于知识产权，如维亚康母商标或标识）、设施、服务或其它任何不正当的目的；

- Disclosure of confidential and proprietary information to any third party (including, without limitation, the press) without prior written authorization;

- 未经事先书面授权向第三方（包括但不限于媒体）透露公司机密和私有信息；
- **Improper discrimination in the work environment; and**
- 在工作环境中的不正当歧视；
- Acts of sexual, physical, mental or any other form of harassment, abuse or improper behavior in the workplace and in any work-related setting outside the workplace, such as during business trips, business meetings and business-related social events.
- 在工作地点或其它工作环境的性行为、身体、智力或任何其它形式的骚扰、虐待或不正当的行为，例如在商务旅行期间、业务会议和与业务相关的社交活动。

Viacom cooperates with law enforcement authorities in the proper execution of their responsibilities. Viacom also collaborates with its suppliers on educational programs and other efforts to enhance legal compliance on the part of their industries.

维亚康母公司与执法当局在他们责任内做适当的执行合作，同时与供应商在他们的行业部分就教育项目与其它强调法律服从方面进行合作。

If it is found that a supplier has committed one or more violations of this policy, Viacom will take appropriate action to the extent enforceable under local law. Such action may range from working with the supplier to ensure that steps are taken to address the violations and prevent their reoccurrence, to canceling the affected contract, terminating the relationship with the supplier, making disclosures to law enforcement or regulatory authorities and commencing legal action against the supplier or other actions as warranted.

如果发现某个供应商违反此政策一条或多条，维亚康母将采取相应措施依据当地法规强制执行。这些措施包括与供应商一起确保相应采取相应的行动去处理条例的违反以避免再次发生；取消受影响的合同；终止供应商关系；向执法或管理当局披露；根据具体情况针对供应商采取相应的措施和法律行动。

For any questions regarding Viacom's Supplier Statement, please contact a Viacom Compliance Officer.

如有任何有关维亚康母供应商声明的问题，请联系维亚康母合规官。

¹ Viacom means Viacom Inc. and all its businesses, divisions and subsidiaries, including, without limitation: MTV Networks; BET: Black Entertainment Television; and, Paramount Pictures. For a full list, please contact Viacom.

¹ 维亚康母公司代表维亚康母有限公司和其所属的业务、分公司和子公司，包括但不限于：MTV 电视网、BET 和派拉蒙电影公司。如需所有名单，请联络维亚康母公司。