

UNIVERSAL ELECTRONICS INC.
FOREIGN CORRUPT PRACTICES ACT (FCPA)
COMPLIANCE PROGRAM AND POLICY

UNIVERSAL ELECTRONICS INC.
《反海外腐败法》合规计划与政策

EFFECTIVE JANUARY 1, 2013
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I. OUR POLICY

公司制度

Universal Electronics Inc. (herein referred to as “UEI”) corporate policy prohibits all improper and unethical payments to foreign officials anywhere in the world. This is true even if payment to foreign officials is an accepted business practice in the country in which the payment is made. The purpose of this policy is to ensure compliance with the U.S. Foreign Corrupt Practices Act of 1977 (the “FCPA”) and applicable anti-corruption laws of other countries. As discussed in further detail below, the FCPA is a criminal statute that prohibits U.S. companies, such as UEI, and their subsidiaries, employees, agents and representatives from giving anything of value to foreign officials in order to obtain or maintain business or otherwise secure an improper business advantage. In addition, the FCPA requires publicly traded U.S. companies (such as UEI) to comply with record-keeping and accounting requirements designed to prevent off-the-book transactions, including kickbacks, bribes and slush funds. Our policy, as established by UEI’s Senior Management and the Board of Directors, is as follows:

Universal Electronics Inc. (以下简称“UEI”)公司政策禁止在世界任何地方所有不正当和不道德的向国外政府官员行贿的行为，绝无例外，无论所在国家的商业惯例是否接受向国外政府官员支付报酬。本政策的目的在于确保UEI遵守美国1977年《反海外腐败法》(“《反海外腐败法》”)以及其他国家适用的反腐败法。如以下详细说明中所述，《反海外腐败法》是一个刑事法规，它禁止美国公司(如UEI)和它们的子公司、雇员、代理人 and 代表为获得或维持业务或取得不当的商业优势而给予外国官员任何有价值的东西。此外，《反海外腐败法》要求公开交易的美国公司(如UEI)遵守记账和会计制度要求，旨在防止帐外交易，包括回扣、贿赂和行贿基金。UEI的高级管理层和董事会制定公司政策如下：

No officer, employee, agent, advisor or intermediary of, or affiliated with, Universal Electronics Inc. or its subsidiaries or divisions (collectively, “UEI”) shall offer, promise

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or make unlawful cash or in-kind payments to a foreign official to induce that official to affect any act or decision of a government or an international organization in a manner that will assist UEI in obtaining or maintaining business or otherwise secure an improper business advantage. Toward that end, every officer, employee and agent shall keep books, records and accounts that accurately and fairly reflect all transactions and dispositions of UEI's assets.

UEI 的高级职员、雇员、代理人、顾问、中介、关联公司、子公司或部门(总称“UEI”)均不得出于影响某政府或国际组织行为或决定的目的，提供、承诺或使用非法现金或实物贿赂外国官员以帮助 UEI 获得或维持业务或取得其他不正当的商业优势。为此，每一个高级职员、雇员和代理人应当保存好账册、记录和账目，准确、真实地反映 UEI 所有的交易和处置的资产。

The FCPA applies with equal force to a U.S. company's employees and agents who are not citizens of the U.S., but whose acts can subject the company to liability, even if they take place outside the U.S. In addition, a company's employees and certain agents can be held personally liable for FCPA violations under specific conditions. It is UEI's corporate policy that all of its subsidiaries, business divisions, employees, representatives and agents comply with the FCPA and any other applicable anti-corruption law.

《反海外腐败法》同样地适用于美国公司的非美籍员工和代理人，只要其行为会使该美国公司违反《反海外腐败法》而承担责任，即使该行为发生在美国以外的其他国家。此外，美国公司的员工和某些代理人在特定条件下可能因违反《反海外腐败法》而承担个人责任。UEI 公司政策规定，所有 UEI 的子公司、业务部门、员工、代表和代理人均要遵守《反海外腐败法》以及其他适用的反腐败法律。

II. BACKGROUND INFORMATION ON THE FCPA

《反海外腐败法》的背景资料

A. Anti-Bribery Provisions of the FCPA

《反海外腐败法》的反贿赂条款

The first part of the FCPA contains anti-bribery rules. The anti-bribery provisions of the FCPA prohibit any corrupt offer, payment, promise to pay, or authorization to pay any money, gift, or anything of value to any “foreign official,” including a governmental official, any official of a

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public international organization, or any foreign political party, candidate or official, for the purpose of:

《反海外腐败法》的第一部分包含反贿赂规定。反贿赂规定禁止为了下述目的，以图帮助任何人取得或维持业务，或将业务向任何人输送，向“外国官员”（包括政府官员、任何公共国际组织官员、或任何外国政党、候选人或官员）提供、支付、允诺支付，或授权支付任何金钱、礼物、或其他有价值的东西：

- influencing any act or decision of such party, official, or candidate in its or his official capacity;
影响该政党、官员或候选人在其公务职位上的任何行为或决定；
- inducing such party, official, or candidate to do or omit to do an act in violation of the lawful duty of such party, official, or candidate;
引诱该政党、官员或候选人作出任何违反其法定职责的行为或不行为；
- securing any improper advantage; or
取得任何不正当利益；或
- inducing such party, official, or candidate to use its or his influence with a foreign government or instrumentality thereof to affect or influence any act or decision of such government or instrumentality
引诱该政党、官员或候选人利用其在外国政府或机构的影响力来影响该政府或机构的任何行为或决定

in order to assist in obtaining or retaining business for or with, or directing business to, any person. For purposes of the above prohibition, an employee of a state-owned, commercial entity is also considered a “foreign official” pursuant to the FCPA.

为上述禁止行为之目的，根据《反海外腐败法》，国有商业实体的员工，也应属于“外国官员”。

The Act also prohibits any payment to a third party where the payor “knows” that the third party will use any part of that payment for bribes. This “knowledge” standard imposes a high duty upon U.S. companies and individuals to ensure that they select agents and middlemen who do not have a reputation for making illegal payments or may, for other reasons, be anticipated to make illegal payments. Specifically, U.S. companies and individuals are prohibited from taking a “head-in-the-sand” attitude and from ignoring warning signs that should reasonably alert them of the high probability of an FCPA violation. Evidence of a “conscious disregard” or “willful

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blindness” of known circumstances that should reasonably alert one to the high probability of violations of the FCPA will constitute “knowledge.” In an effort to comply with the “knowledge” standard, UEI requires that all of its agents, representatives and middlemen be subjected to a rigorous due diligence review, discussed in further detail below.

《反海外腐败法》还禁止在知晓报酬的任何部分是用于贿赂而向第三方提供该报酬。这种“知晓”标准对美国公司和个人设置了更高的义务,以确保他们选择那些没有提供违法报酬记录的代理人和中介,或选择那些可能不会提供违法报酬的代理人和中间商。具体地说,《反海外腐败法》禁止美国公司和个人采取“鸵鸟政策”,及无视那些合理提醒他们很有可能违反《反海外腐败法》的警示。证据表明在已知的情况下而“有意识的回避”或“故意忽略”那些合理提醒他们很有可能违反《反海外腐败法》的行为即构成“知晓”。为了符合“知晓”的标准,UEI 要求对其所有的代理人、代表和中间商进行严格的尽职调查,这将在下面进一步详细讨论。

It may be permissible under the FCPA to offer or pay for reasonable and bona fide expenditures, such as travel and lodging expenses of a foreign official, if such expenses are directly related to the promotion or demonstration of products or services, or to the execution or performance of a contract with a foreign government or agency. However, even a nominal payment or gift to a foreign official may amount to a violation of the FCPA if provided for corrupt purposes. **Accordingly, the Legal Department must be consulted before paying or offering to pay travel or other expenditures of foreign officials.** In several countries, there are laws or regulations that limit or prohibit gifts or expense reimbursements for certain public officials. Therefore, foreign counsel may also need to be consulted with regard to these matters.

《反海外腐败法》允许提供或支付合理的、真实的支出,如外国官员的差旅和住宿费用,但这些费用需直接与产品或服务的推广或展示有关,或者与外国政府或代理机构的合同的签订或履行有关。但是,即使向外国官员名义上支付报酬或送礼,如果存在贿赂的目的,则可能违反《反海外腐败法》。因此,在向外国官员支付或允诺支付差旅费或者其他费用之前,必须咨询公司法务部的意见。在一些国家,有法律或法规限制或禁止某些公职人员收受礼物或费用报销,因此,就这些问题也可能需要咨询外国律师的意见。

Finally, payments to foreign government officials that are permitted under the *written* laws and regulations of the recipient’s country are permitted under the FCPA. As a practical matter, however, it is highly unlikely that any country in which UEI does business would permit a payment to a foreign official in exchange for business. **Thus, UEI and its employees, agents and other representatives are strictly prohibited—as a matter of UEI policy—from offering or making payments pursuant to this FCPA exception.**

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最后,若某一外国的成文法律及法规允许向外国政府官员支付报酬的,《反海外腐败法》也同样允许。但事实上,在 UEI 做生意的国家不太可能允许向外国政府官员支付报酬以换取业务。因此,作为 UEI 公司政策,UEI 及其雇员、代理人和其他代表严禁按照《反海外腐败法》的这一例外向外国政府官员允诺支付或支付报酬。

B. Record-Keeping Provisions of the FCPA

《反海外腐败法》的记账规定

The second part of the FCPA covers record-keeping requirements imposed upon registrants. The FCPA requires companies that are registered with the U.S. Securities and Exchange Commission to maintain “reasonably detailed” books and records, as well as a system of internal accounting controls, in order to reflect accurately all transactions and dispositions of assets. “Reasonable detail” is defined to mean “such level of detail and degree of assurance as would satisfy prudent officials in the conduct of their own affairs.” There is no “materiality” standard under the FCPA, and each division and subsidiary must have reasonable record-keeping and accounting controls for all payments, not merely sums that would be deemed material in other contexts. The FCPA’s record-keeping provisions apply to both domestic and foreign operations, and are meant to include domestic reporting and disclosure practices as well as those involved in foreign payments.

《反海外腐败法》的第二部分要求上市公司做好记账的工作。《反海外腐败法》要求在美国证券交易委员会登记的公司保留有“合理细节”的账册、记录及公司内部会计监控制度,足以准确反映公司所有交易及资产的处置情况。“合理细节”是指“细节及确信的程​​度足以令审慎的官员在履行其职务时感到满意的细节。”《反海外腐败法》没有“实质性”的标准,公司的每个部门和子公司必须对所有的支付有合理的记账和会计监控制度,不只是款项在其他情况下被视为具有实质性。《反海外腐败法》的记账规定适用于国内和海外业务,包括国内申报和披露,以及涉及海外支付的情形。

UEI is an issuer of securities and is covered by the FCPA’s accounting provisions. Therefore, UEI must comply with the FCPA’s books and records provisions. A system of internal accounting controls should enable UEI to identify any irregularities in its accounts and could serve to alert UEI that an agent or employee has engaged in a violation of the FCPA’s anti-bribery provisions.

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UEI 是证券发行人，受《反海外腐败法》的记账规定的约束。因此，UEI 必须遵守《反海外腐败法》的记账规定。一个内部会计监控制度可使 UEI 识别任何会计违规行为，同时有助于警惕某个代理人或雇员涉及违反《反海外腐败法》的反贿赂规定。

C. Penalties for FCPA Violations and Enforcement Trends

《反海外腐败法》的处罚和执法的趋势

The consequences of violating the FCPA are serious. Violation of the FCPA and related laws can result in substantial fines for UEI and could subject those involved to prosecution, criminal fines and imprisonment. These penalties are in addition to disciplinary action that UEI may take, which can include dismissal. Furthermore, the FCPA states specifically that fines and penalties imposed upon individuals may not be paid (directly or indirectly) by the entity for which they have acted. Thus, by law, employees and agents found to have violated the FCPA will be personally liable for any penalties. In the past several years, enforcement actions brought against organizations for non-compliance with the FCPA have increased significantly, along with the associated penalties. Specifically, violations of the anti-bribery provision of the FCPA can result in fines up to \$2 million for an organization and up to \$100,000 and 5 years imprisonment for an individual found guilty. Additionally, punishments for individuals who willfully violate the accounting provisions of the FCPA can include fines up to \$5 million and imprisonment for up to 20 years. Companies who violate the Accounting Provision can face up to \$25 million in fines.¹ In addition to civil and criminal penalties, a person or company found in violation of the FCPA can lose export privileges and may be precluded from doing business with the U.S. government. Fines levied against individuals cannot be paid (or reimbursed) by an employer or principal. If it can be shown that the benefit that the bribing party hoped to obtain was particularly large, even higher fines can be imposed — up to twice the amount of the benefit that the bribing party hoped to obtain.

违反《反海外腐败法》的处罚是相当严重的。违反《反海外腐败法》及相关法律，可能会导致 UEI 被巨额罚款，涉案人员被检控、刑事罚款及监禁。前述处罚是公司采取违纪处分（包括解雇）以外的处罚。此外，《反海外腐败法》特别规定，对个人违法行为的罚款和处罚不得由其代表的公司（直接或间接）支付。因此，根据法律规定，如发现雇员和代理人有违反《反海外腐败法》，将由其本人承担任何的处罚。在过去几年中，对违反《反海外腐败法》的行为，执法力度以及相关的处罚都大幅度提高。具体来说，违反了《反海外腐败法》的反贿赂规定，对于组织可处以高达 200 万美元的罚金；自然人则会被处以最高 10 万美元罚金和 5 年监禁。此外，对个人的惩罚，故意违反《反海外腐败法》的记账

¹ These fine, penalty and term of imprisonment figures set forth in this paragraph are accurate as of December 2012, but are subject to change. 本段落所述的这些罚款、处罚及监禁的数字在 2012 年 12 月时是准确的数字，但将来有可能会有变化。

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规定，包括罚款 500 万美元及监禁可长达 20 年。违反记账规定的公司可处以高达 2500 万美元的罚款。除了民事和刑事处罚，违反《反海外腐败法》的个人或公司面临被剥夺出口经营权，并可能被禁止与美国政府做生意。雇主或公司负责人不得为个人的罚款支付或报销。而且，若证明行贿方图谋获得的利益数额巨大，罚金的数额可能会更高，实际罚金可能会是行贿所图谋利益的两倍。

III . COMPLIANCE GUIDELINES AND TOOLS

合规指引和工具

It is UEI's intent that UEI, and all of its employees, agents and intermediaries acting on UEI's behalf, comply with the FCPA and this policy. All employees, whether located in the U.S. or abroad, must observe and enforce procedures ensuring FCPA compliance. All managers and supervisory personnel are expected to monitor continued compliance with the FCPA, ensure that reviews are routinely conducted and maintain current, adequate accounting and record-keeping controls.

UEI 希望 UEI 及其所有员工、代理人 and 代表 UEI 利益的中介，均遵守《反海外腐败法》和本政策。所有员工，无论在美国或在海外，必须遵守及确保符合《反海外腐败法》的规定得以执行。所有的管理人员和监督人员应监督公司继续遵守《反海外腐败法》，确保反腐评审能例行进行和维持最新、适当的会计和记账监控制度。

To promote FCPA compliance, we have developed some guidelines that UEI's employees and agents are expected to follow. Failure to do so will result in disciplinary action. Abiding by these guidelines will ensure full compliance with the FCPA and preserve our reputation for honest and fair dealing with governments and their representatives throughout the world.

为促进遵守《反海外腐败法》，公司制定了一些指引，UEI 的雇员和代理人都应予以遵守，否则将会受到纪律处分。遵守这些指引将确保全面遵守《反海外腐败法》及维护我们与世界各地政府及其代表诚实和公平交易的声誉。

A. General Rules

一般规定

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The following rules have been established for all employees, directors and agents acting on behalf of UEI, its subsidiaries, ventures and other related entities:

UEI 所有员工、董事、代理、子公司、合资企业和其他相关实体均要遵守以下规定:

1. No unlawful payment or gift of any kind may be promised, offered, authorized or made to any foreign official in order to induce that official to use his or her position to obtain or retain business for UEI or to obtain an improper business advantage.

不得允诺支付、提供或授权支付任何金钱、礼物或提供任何财物给外国官员以影响该外国官员在公务职位上的任何行为或决定，以图帮助 UEI 取得或保留业务，或取得不正当的商业优势。

2. Notwithstanding the foregoing, expenditures for meals, entertainment and other normal social amenities spent on foreign officials are permitted, provided they are not extravagant, are related to the promotion of a product or performance of a contract, **and are preapproved, in writing, by the Legal Department and (where appropriate) foreign counsel.** Keep in mind that even nominal payments or gifts to a foreign official can violate the FCPA or the anti-corruption laws of the recipient's country.

尽管有上述的规定，只要不是奢侈的消费或是用于产品推广或者合同履行，**并经法务部和外国律师（合适的）预先书面批准**，用于外国官员的餐饮、娱乐和其他正常社交款待的支出是允许的。需要记住的是，即使正当地支付任何金钱、礼物给外国官员，也可能会违反《反海外腐败法》或所属国家的反腐败法律。

3. Each UEI subsidiary, business division, employee and agent involved with foreign business transactions that could raise FCPA issues must ensure that “reasonably detailed” books and records are maintained, and structure or participate in a system of internal accounting controls, in order to reflect accurately all transactions and dispositions of assets. These requirements apply with particular force to payments made to foreign agents working on UEI's behalf.

所有 UEI 的子公司、业务部门、雇员及所有参与海外业务交易并有可能涉及海外反腐问题的代理人，都必须确保具备合理细节的账册和记录能够一直维持、构成或成为内部会计监控制度的组成部分，以准确反映所有交易和资产处置。这些要求特别适用于向代表 UEI 的外国代理人支付款项的情况。

4. Each UEI employee and agent involved with foreign business transactions that could raise FCPA issues must undergo regular FCPA training, as determined by UEI's management.

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每一 UEI 雇员及所有参与海外业务交易并有可能涉及海外反腐问题的代理人，均必须根据 UEI 管理层的决定，定期参与反海外腐败法培训。

B. Rules for Specific High-Risk Situations

高风险情况规则

In addition to the guidelines set forth above, there are a number of circumstances in which compliance is especially important.

除上述指引之外，还有一些情形合规特别重要。

1. Retaining Agents - Because the actions of a third party acting as an agent, representative, or consultant of UEI can expose UEI to liability under the FCPA, great care should be taken in the retention of such persons. A sufficient due diligence investigation must be undertaken prior to retention of any agent to ensure that the representative does not intend to engage in any improper practices. Those UEI employees who work with foreign representatives must perform the activities discussed in the “UEI Agent Diligence Program” document, a copy of which is attached. The Agent Diligence Procedures document specifically addresses the vetting, retention and management of foreign agents. Please contact UEI’s Legal Department should you need assistance or guidance in performing these activities.

聘用代理人 – 因为作为 UEI 的代理人、代表或顾问的第三方，其行为可以致使 UEI 承担《反海外腐败法》的相关责任，因此，在选定该等代理之时应非常谨慎。在选定代理之前，必须进行充分的尽职调查，以确保该等代理不会从事任何不当行为。与海外代表一起工作的 UEI 雇员必须执行后附之“UEI 代理尽职调查程序”文件。“代理尽职调查程序”文件专门针对海外代理的审批、选定和管理。在进行这些活动时，如果需要帮助或指导，请联系 UEI 的法务部。

2. Government-Owned Businesses - In many countries, it is a common practice for government officials to own or operate business enterprises. While the FCPA and related laws do not prohibit legitimate business relationships with business enterprises owned or controlled by foreign officials, great care must be taken to avoid any association with any such enterprise in circumstances that might constitute an evasion of the FCPA. You are advised to consult the Legal Department if you become aware of such a situation.

政府拥有的业务 - 在许多国家，政府官员拥有或经营企业是一种常见的做法。而

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《反海外腐败法》和相关法律不禁止与外国官员拥有或者控制商业企业合法的业务关系，但必须格外谨慎，以避免与这样的企业发生关联而可能构成对《反海外腐败法》的规避。如果您意识到这种情况，建议您咨询法务部。

3. *Joint Ventures* – To the extent that UEI enters into joint projects, joint bids, or other collaborative arrangements (whether or not the creation of a new, separate, jointly owned legal entity or partnership is established), the relationship may be characterized as a joint venture, and UEI may be held liable for corrupt payments made by (or on behalf of) the joint venture, even if UEI does not have a role in the day-to-day control of the venture’s activities. Thus, UEI must obtain representations from and perform due diligence on its joint venture partners and their key employees in order to ensure that no part of the joint venture’s funds will be used for payments that violate the FCPA. Certain due diligence efforts applicable to agents and other intermediaries, as outlined in the “Agent Diligence Procedures” document, may also be appropriate for joint venture partners. UEI employees should consult the Legal Department in order to determine precisely what steps need to be taken in order to conduct appropriate due diligence on potential joint venture partners.

合资企业——对于 UEI 进行的合资项目、联合竞购、或其他合作安排(无论是否创建一个新的、独立的法律实体，共同拥有的法人实体或建立合作关系)，这种关系可以被称作是一个合资企业，UEI 可能因合资企业(或代表合资企业)的行贿而被追究法律责任，即使 UEI 并无参与合资企业的日常经营活动。因此，UEI 必须取得其合资伙伴的适当声明及对合资伙伴及其关键员工进行尽职调查，以确保没有合资企业资金将用于行贿而违反《反海外腐败法》。某些适用于代理和其他中介机构的尽职调查，如“代理尽职调查程序”文件，也可能同样适合合资伙伴。UEI 雇员应咨询法务部以准确确定采取何种必要步骤，以对潜在的合资伙伴进行适当的尽职调查。

4. *Charitable Donations* - It is common for a U.S. company to make donations to foreign charities in countries in which that company is engaging in business in order to create a sense of goodwill with the local population. U.S. authorities have begun to closely scrutinize foreign charitable contributions for violations of the FCPA. Issues of corruption become apparent if a foreign government official responsible for a transaction with a U.S. company also has an interest in or a position with a foreign charity that receives donations from the same company. Given such circumstances, UEI policy requires that FCPA due diligence be performed on foreign charities prior to making donations to them. Such due diligence includes subjecting charities to a vetting procedure similar to that of agents and joint venture partners, obtaining FCPA certification from the principals of the charity, and following up with and monitoring charities to ensure that UEI’s contributions are used towards their intended charitable purpose. UEI employees must consult the UEI Legal Department in order to determine precisely what steps need to be taken in order to vet a foreign recipient of a charitable contribution from the Company.

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慈善捐款——美国公司给予有商业往来的公司所在国的慈善机构捐款，以在当地获得良好商誉，这是很常见的。美国政府部门已经开始密切关注违反《反海外腐败法》的外国慈善捐款。如果外国政府官员负责与一家美国公司的交易，外国慈善机构从同一家公司接受捐赠，腐败问题就会变得很明显。鉴于这种情况，UEI 政策要求对外国慈善机构捐赠前，须执行《反海外腐败法》的尽职调查。这样的尽职调查，包括慈善机构受到类似于代理商和合资企业的审批过程，从慈善机构的负责人获得《反海外腐败法》证明，并跟进和监控，以确保 UEI 的捐款都用于他们拟定的慈善目的。UEI 雇员应咨询法务部以准确确定采取何种必要步骤，以审查接受 UEI 慈善捐赠的外国接收人。

C. Training
培训

UEI conducts periodic FCPA training for the benefit of those employees that could potentially interface with government officials or entities. This training may be in a variety of formats, including live classes, teleconferences, online web-based self-study training, or webcast presentations. The UEI Legal Department will coordinate these training sessions.

UEI 对可能与政府官员或政府部门接触的员工进行定期《反海外腐败法》培训。这个培训有各种不同的形式，包括现场授课、电话会议、在线网络自学培训、或网络广播演讲。UEI 的法务部将协调这些培训课程。

D. Internal Certifications
内部认证

Each employee who could potentially interface with government officials or entities is required to review and sign a representation to UEI that they understand the requirements of the FCPA and agree to follow UEI's FCPA compliance policy.

每个有可能与政府官员或实体接触的员工必须审阅和签署一份声明，表明他们理解《反海外腐败法》的要求并同意遵守 UEI 的《反海外腐败法》合规政策。

E. Reporting FCPA Violations - Whistleblower Hotline
举报违规行为——举报热线

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UEI has established a confidential reporting mechanism for employees and agents who observe acts that may be in violation of the FCPA. Any transaction, no matter how seemingly insignificant, that might give rise to a violation of the FCPA must promptly be reported via the UEI hotline. All such reports will be treated as confidential, to be used only for the purpose of addressing the specific problem. Such reports will be shared by UEI management and other authorized individuals only on a need-to-know basis. UEI will take no adverse action against any person who makes such a report as long as a report is made honestly and in good faith. Employees must note, however, that failure to report known or suspected wrongdoing of which an employee has knowledge may, by itself, subject that employee to disciplinary action.

UEI 为员工和代理人可能违反《反海外腐败法》的行为成立了一个机密报告机制。任何交易，无论多么微不足道，如可能导致违反《反海外腐败法》，必须通过 UEI 举报热线及时举报。所有这些报告将被视为机密，仅被用来解决特定的问题。有关报告由 UEI 的管理人员和其他授权的个人在需要知道的基础上知晓。UEI 不会对举报人采取不利的行动，只要该举报是诚实及真实的举报。然而，员工必须注意，如果明知或怀疑不法行为而不举报的，有可能会受到纪律处分。

UEI employees (and others) may report actual or potential FCPA violations on an anonymous basis through the www.ethicspoint.com website, or by telephone at the numbers found in the Confidential Ethics Line page of the Investor section of UEI's website www.uei.com.

UEI 员工(和其他人)可通过 www.ethicspoint.com 网站匿名举报实际或潜在的违反《反海外腐败法》行为，或通过 www.uei.com 的机密道德专线页面的投资者部分查找电话号码进行举报。