

# China New Higher Education Group

## Code of Business Conduct

### Chapter 1 General Provisions

#### Article 1 Purpose

Dear Colleagues,

As you open this Code of Business Conduct, you may ask: How does this relate to me? What does it mean for my daily work?

Our Group has a simple mission - “To help every student achieve career success and life fulfillment”. To accomplish this mission relies on the joint efforts of every faculty and staff member, and more importantly, on our commitment to doing the right thing. Whether you are teaching in the classroom, handling administrative affairs in the office, or negotiating business with partners, every choice and judgment you make shapes the image of the Group and influences the future of our students.

This Code serves as your guiding light. It tells us how we, as members of New Higher Education, should conduct ourselves, make decisions, and remain clear-minded and upright in complex circumstances. It is not a restriction, but a protection; not a burden, but our shared belief.

We believe that when every colleague acts with integrity, honesty and accountability, we will not only earn the trust of students, parents and society, but also create a more dignified and valuable working environment for ourselves.

Together, let us start with this Code and do the right thing.

#### Article 2 Our Core Values

Before making any decision, please keep our core values in mind:

(1) **Student-Centered** - The growth and development of students are the starting point and ultimate goal of all our work. When faced with a choice, first ask yourself: Is this good for students?

(2) **Contributor-Oriented** - Talented people who love education, strive continuously and strive to make contributions are the most important resources of the organization. We respect every contributor and protect their legitimate rights and interests.

(3) **Long-Termism** - Education is a lifelong cause that nurtures generations. We do what stands the test of time; we would rather give up short-term benefits than choose anything harmful to the long-term development of the organization.

### **Article 3 Scope of Application**

This Code applies to all faculty and staff of the headquarters of China New Higher Education Group and all its affiliated institutions and subsidiaries (hereinafter referred to as “all entities”). Suppliers, merchants, partners and other third parties that have established cooperative relations with the Group shall be aware of and agree to comply with the relevant requirements of this Code.

## **Chapter 2 How to Use This Code - Your Action Guide**

### **Article 4 Positioning of the Code**

This Code is not a document to be shelved, but a practical guide for your daily work. Based on our core values, it translates abstract integrity principles into specific behavioral norms. Whether you are a teacher, administrator, manager or business staff cooperating externally, you will find guidance relevant to you in this Code.

### **Article 5 Our Shared Commitments**

As a member of New Higher Education, each of us shall:

(1) **Learn the Code** - Read this Code carefully and understand every requirement. New employees shall receive Code training upon on-boarding; existing employees shall review it regularly.

(2) **Comply with the Code** - Internalize the requirements into daily habits and practice integrity in every work scenario.

(3) **Ask for guidance** - When unsure how to act, proactively seek advice from your direct supervisor, Human Resources Department or Compliance Management Department.

(4) **Speak up** - Report violations in a timely manner. Your courage is an important force protecting the interests of the Group and students.

(5) **Cooperate with investigations** - When under investigation, state facts truthfully and provide accurate information.

### **Article 6 Special Responsibilities of Managers**

If you hold a management position, you bear greater responsibilities. You shall:

(1) **Set an example** - Lead by example in practicing the Code. Your words and deeds are more persuasive than any preaching.

(2) **Communicate values** - Discuss the Code with your team and help subordinates understand how to apply it to daily work.

(3) **Foster a culture** - Create an environment where team members dare to speak up and report issues without fear. Listen carefully and handle concerns properly.

(4) **Intervene timely** - Remind and correct subordinates promptly when their behavior deviates from the Code. Inaction is itself a dereliction of duty.

(5) **Protect reporters** - Protect employees who report issues; retaliation in any form is strictly prohibited.

### **Article 7 When You Are Unsure**

Gray areas may arise at work. If you are unsure whether an action is appropriate, pause and reflect:

(1) Is this consistent with laws, regulations and Group policies?

(2) Is this student-centered and beneficial to students' growth and development?

(3) Is this consistent with the Group's core values?

(4) If my behavior were made public, could I face students, parents and society with a clear conscience?

(5) If everyone acted this way, what would our Group become?

If you are still unsure, seek guidance from your supervisor, Human Resources Department or Compliance Management Department. Better to ask once more than to make a mistake.

### **Article 8 Application of the Code and Local Policies**

This Code establishes uniform behavioral standards for the Group. Sometimes local policies of your institution or department may differ from this Code. In such cases, the higher standard shall apply. If in doubt, consult the Compliance Management Department.

## **Chapter 3 Uphold Integrity, Strengthen Honesty**

### **Article 9 Integrity Is Our Bottom Line**

Dear Colleagues, have you ever wondered why we place such strong emphasis on integrity?

Because education shapes people. If educators themselves cannot be honest and upright, how can we require students to be trustworthy? If we cannot resist the temptation of interests, how can we win the trust of students and parents?

Integrity is not a demand imposed on you, but a form of respect. It allows you to stand dignified on the podium and face every student with an open heart.

Remember: There are no small matters when it comes to integrity. A small gift, a seemingly harmless favor, may erode our bottom line and damage our reputation.

### **Article 10 Prohibition of Bribery and Corruption**

The Group has zero tolerance for bribery and corruption. This means:

(1) You shall not provide, give or promise any form of economic benefit to any individual or institution to obtain or maintain a business advantage, whether directly or through a third party.

(2) You shall not accept bribes from business contacts, including kickbacks, cash gifts, securities, benefits, etc. There is no free lunch; any excessive giving may conceal ulterior motives.

(3) You shall not conduct the above acts through agents, intermediaries, consultants or other third parties. Attempted bribery through others also violates this Code.

### **Article 11 Prohibition of Facilitation Payments**

From time to time, you may be encouraged to pay a “tip” or “expediting fee” to speed up processes. You must refuse.

The Group prohibits direct or indirect payment of facilitation payments - informal payments made to ensure or speed up routine duties of government officials (e.g., document processing, license issuance).

If you are forced to pay due to threats to personal safety, you must report to the Group Compliance Department immediately after ensuring your safety. Your safety always comes first, but you must report afterward so we can take appropriate measures.

### **Article 12 Gifts and Hospitality - Proper Boundaries**

Gifts and hospitality are common in business interactions but can easily cause problems. Follow these principles:

(1) **Cash and cash equivalents are absolutely prohibited.** Under no circumstances may you accept cash, securities, payment vouchers, shopping cards, recharge cards or similar items from business contacts. No exceptions.

(2) **Physical gifts should be declined in principle.** Politely explain the Group's rules and ask for understanding.

(3) **If truly unavoidable, you must hand them in.** If you cannot decline immediately due to customs or business practices, you may accept them temporarily but must hand them over to the supervision department of your entity for registration and handling within 5 working days. You may not keep or use them privately.

(4) **Hospitality must be moderate and modest.** Business meals and events shall be limited to normal business needs and shall not affect objective judgment. You shall not accept pornography, gambling, illegal activities or lavish entertainment and travel beyond normal business practices.

(5) **Extra caution with public officials.** Providing any gift or hospitality to government officials (including public school teachers and education administrators) requires prior approval from the Compliance Management Department due to stricter legal constraints.

### **Article 13 Conflicts of Interest - When Personal and Group Interests Collide**

Everyone has a personal life and social relations, which is understandable. But when your personal interest conflict with the Group's interests, you must make the right choice.

(1) **What is a conflict of interest?** A conflict of interest arises when your personal interests (including those of you or your close associates) may influence, or appear to influence, your decisions in the best interests of the Group.

(2) **Who are close associates?** Spouse, children, parents, siblings, romantic partners, and others reasonably expected to create a conflict (e.g., cohabitants, business partners).

(3) **How to handle conflicts of interest?** If you find yourself in a potential conflict of interest, do not cover it up or take chances. The correct action is to **proactively disclose**.

Submit a written report to your direct supervisor and the Compliance Management Department. Disclosure is not a wrongdoing; concealment is. The Group will help you assess the situation and determine whether recusal, reassignment or other measures are needed.

#### **(4) What situations require special vigilance?**

1. **External part-time jobs:** No part-time work competing or conflicting with the Group without written approval.

2. **Related-party transactions:** No business with enterprises in which you or close associates hold shares or control without written approval.

3. **Misuse of position:** No using your position to seize corporate business opportunities for yourself or others.

4. **Failure to recuse:** Recuse yourself from bidding, procurement, admission, recruitment, promotion, evaluation and other processes involving you or close associates.

#### **Article 14 Integrity Account - An Opportunity to Correct Mistakes**

Nobody is perfect. If you have received improper benefits and regret it, the Group offers you a chance to correct your mistake.

The Group operates an Integrity Account (Account Name: Yunnan Einsun Education Investment Group Co., Ltd., Account No.: 631515924, Bank: China Minsheng Banking Corporation Limited, Beijing Wangjing Science Park Sub-branch). You may voluntarily hand over improper benefits you failed to decline into this account and file a record with the Supervision Department.

Those who voluntarily hand over such benefits may receive mitigated or exempted accountability in accordance with the Accountability Management Rules. Remember: It is never too late to correct your mistakes.

### **Chapter 4 Foster Benevolence, Build a Harmonious Family**

#### **Article 15 We Are One Family**

New Higher Education is more than a workplace: it is a big family. Every member deserves respect, attention and appreciation. Regardless of your origin, age, gender or background, you are an indispensable part of this family.

We believe that only when everyone feels respected and included can we unleash our greatest creativity and better serve our students.

#### **Article 16 Mutual Respect - Start with Small Things**

Respect is reflected in daily words and deeds:

- (1) Be polite and kind when communicating with colleagues;
- (2) Listen to different opinions even if you disagree;
- (3) Do not gossip about others behind their backs;
- (4) Respect others' time: do not be late for meetings, deliver work on time;
- (5) Respect others' privacy: do not inquire into or spread personal affairs.

## **Article 17 Diversity, Equity and Inclusion - Our Commitment**

The Group is committed to building a diverse, equitable and inclusive workplace. We believe that talents with diverse backgrounds and perspectives drive genuine innovation. This is our commitment to students, parents and society, and the foundation of our high-quality development.

(1) **Diversity** - We welcome and value talents of all ages, genders, ethnicities, regions, cultural backgrounds, educational experiences and professional fields. Everyone's unique experience and perspective are valuable assets.

(2) **Equity** - We ensure fair treatment in recruitment, hiring, training, compensation, promotion, termination and other personnel processes, without discrimination based on non-job-related factors. We uphold equal pay for equal work and conduct regular pay equity reviews.

(3) **Inclusion** - We strive to help every employee feel a sense of belonging. We encourage employees to express their views, even if different from the mainstream. Only when everyone dares to be their true self can the team reach its full potential.

## **Article 18 Prohibition of Discrimination - Treat Everyone Fairly**

The Group firmly opposes all forms of discrimination. We will not make employment decisions or differentiate treatment based on:

- (1) Age;
- (2) Gender, gender identity or expression;
- (3) Race, color or ethnic origin;
- (4) Nationality or citizenship;
- (5) Religious belief;
- (6) Sexual orientation;
- (7) Marital or family status;
- (8) Disability or health condition;
- (9) Veteran status;
- (10) Any other characteristic protected by local laws.

Remember: Evaluate people based on ability, performance and contribution, not irrelevant personal characteristics.

## **Article 19 Prohibition of Harassment and Bullying - Ensure a Safe Workplace**

Everyone has the right to work in a safe, fear-free environment. The Group will not tolerate any form of harassment or bullying.

(1) **What is harassment?** Harassment includes unwanted sexual advances, requests for sexual favors, offensive comments, gestures, jokes, and defamatory or hostile remarks based on personal characteristics. It may occur in person, via phone, email, social media or other channels.

(2) **What is bullying?** Bullying means attacking others through insulting, demeaning, intimidating or threatening words or behaviors, such as public humiliation, malicious exclusion, persistent fault-finding and criticism.

(3) **Normal management is not bullying** - Performance evaluations, critical feedback and disciplinary actions based on facts and aimed at improvement do not constitute bullying. Managers should not abandon their duties for fear of being accused.

(4) **If you experience or witness harassment or bullying** - Please speak up. Report to the Human Resources Department or Supervision Department. The Group will take every report seriously, investigate fairly and objectively, and take appropriate measures. Silence only enables misconduct.

#### **Article 20 Respect for Workers' Rights - Protect Employees' Rights in Accordance with the Law**

(1) **Working hours, rest and leave** - The Group complies with national and local laws and regulations. We respect employees' right to rest and pay overtime in accordance with the law.

(2) **Remuneration and benefits** - We provide competitive remuneration and statutory benefits, ensure wages are not lower than the legal minimum, and pay social insurance and housing fund in accordance with the law.

(3) **Prohibition of child labor and forced labor** - The Group strictly prohibits child labor. We employ only voluntary workers, respect their freedom of movement, and prohibit all forms of forced labor and human trafficking. Report any such situation immediately.

(4) **Freedom of association** - We respect employees' legal right to form and join trade unions.

#### **Article 21 Health and Safety - Your Well-Being Matters Most**

Nothing is more important than your health and safety. The Group is committed to providing a healthy, safe and environmentally friendly workplace for all employees.

(1) **Your responsibilities** - Follow health and safety rules, use personal protective equipment correctly, attend safety training and drills, and report potential hazards immediately.

(2) **Group's responsibilities** - Conduct regular safety inspections and risk assessments, eliminate hazards in a timely manner, and provide a safe working environment.

(3) **Specific requirements** - See the Occupational Health and Safety Policy.

## **Article 22 Prohibition of Alcohol, Drug and Controlled Substance Abuse - Maintain a Clear Mind**

During working hours, you must remain clear-minded to make sound judgments:

(1) You shall not perform duties under the influence of alcohol, drugs or controlled substances;

(2) Possession, use or distribution of drugs and other illegal substances in the workplace is strictly prohibited;

(3) If you have a substance, use disorder, seek professional help before it negatively affects your personal life or career. The Group provides an Employee Assistance Program (EAP) for support.

## **Chapter 5 Abide by Laws, Act with Compliance**

### **Article 23 Compliance Is the Foundation of Development**

Dear Colleagues, you may think terms like “antitrust” and “anti-money laundering” are far from your daily work. In fact, compliance concerns everyone. Whether you are procuring goods, negotiating cooperation, processing data or recording information, you are subject to laws and regulations.

Compliance is not a restriction, but protection. It protects the Group from legal risks and you from unnecessary trouble. When you act in strict accordance with the law, you can face any inspection with confidence and focus on your work.

### **Article 24 Fair Competition and Antitrust - Restore Fairness to the Market**

(1) **Our principles** - The Group follows fair and open market competition and complies with all applicable antitrust and competition laws. We believe fair competition drives progress and ultimately benefits students and society.

(2) **Caution with competitors** - When interacting with competitors (e.g., industry association meetings):

1. Do not discuss or exchange sensitive information: pricing strategies, contract terms, cost structures, market allocation, customer lists, bidding plans, etc.;

2. If others start such discussions, leave immediately and ensure your departure is recorded in minutes;

3. Report the incident to the Compliance Management Department afterward.

(3) **No abuse of market dominance** - We shall not impose unreasonable trading conditions or engage in price-fixing, exclusive dealing or other anti-competitive practices.

(4) **Legitimate business intelligence** - Collect market intelligence ethically and legally; do not obtain information through fraud, theft or unauthorized intrusion.

### **Article 25 Anti-Money Laundering and Global Trade Compliance**

(1) **Anti-money laundering** - The Group complies with all applicable anti-money laundering laws and does not facilitate third-party money laundering. Conduct due diligence on partners before cooperation. Report suspicious transactions immediately.

(2) **Global trade compliance** - As the Group expands cross-border business, comply with applicable export controls, customs and trade sanctions laws to ensure lawful cross-border transfer of information, technology, products or software.

### **Article 26 Protection of Intellectual Property and Trade Secrets - Safeguard Our Core Assets**

Intellectual property and trade secrets are core assets of the Group and its partners, and the foundation of our competitiveness. Protecting them is the responsibility of every faculty and staff member.

(1) **What are trade secrets?** Trade secrets include, but are not limited to:

1. Technical information: processes, formulas, parameters, computer programs, R&D data, etc.;

2. Business information: financial data, customer lists, procurement details, bidding materials, pricing strategies, etc.;

3. Unpublished strategic plans and investment plans;

4. Employee information: personnel lists, salary data, performance appraisal results, etc.

(2) **Basic requirements for protecting trade secrets:**

1. **No unauthorized disclosure** - Do not disclose trade secrets to any unrelated person;

2. **No improper storage** - Do not download confidential documents to private devices, send them to private emails or upload them to unauthorized cloud storage. Use secure methods provided by the Group for remote work;

3. **No public discussion** - Do not discuss confidential matters in elevators, transport, restaurants or other public places;

4. **Proper handover upon resignation** - Return all confidential materials, sign a handover list, and do not retain, copy or destroy them;

5. **Continuing confidentiality obligation** - You remain bound by confidentiality after resignation until the information enters the public domain.

(3) **What to do if a leakage is discovered?** - If you discover any leakage or risk of leakage of trade secrets, you shall immediately report to the Compliance Management Department. Timely reporting can minimize losses.

(4) **Respect others' intellectual property** - While protecting our own intellectual property rights, we shall also respect the intellectual property rights of others. When using third-party software and materials, we shall comply with relevant license agreements and shall not use pirated software. Without permission, we shall not reproduce or distribute the works of others.

## **Article 27 Protection of Personal Data and Privacy - Defend the Bottom Line of Trust**

Dear Colleagues, think about it: In daily work, do you handle students' names and phone numbers? Colleagues' salary and ID information? Partners' bank accounts and contact details?

These are personal data. Behind each string of characters is a real person - our students, colleagues, partners - and their precious trust.

### **(1) Why is personal data protection so important?**

When someone gives you their personal information, they are saying: "I trust you to keep it safe." This trust is hard: won and can be destroyed in an instant. A data breach may expose students' privacy, violate colleagues' rights and erode partners' confidence.

Protecting personal data is not only a legal requirement but also our duty to everyone who trusts us.

### **(2) Our basic principles**

**Lawful Collection and Clear Purpose** - We shall only collect necessary personal data on a lawful and legitimate basis, and ensure that such data is used solely for the explicitly stated and lawful purposes. We shall not collect information beyond the necessary scope, nor use data for purposes unrelated to those stated.

Data Minimization - When collecting personal data, please adhere to the principle of “data minimization”. Collect only information necessary to complete the work, no more and no less. For example, if only a name and telephone number are required for a certain service, you shall not request an ID card number.

Security Safeguards and Leakage Prevention - We shall take appropriate technical and organizational measures to prevent unauthorized access, use, alteration or disclosure of personal data. This means: your computer shall be password-protected, confidential documents shall be properly stored, and sensitive information shall be transmitted via secure methods.

Restricted Sharing and Strict Boundaries - We shall not share, sell or exchange personal data with third parties unless with the explicit consent of the data subject or as required by law. If you must provide personal data to external parties for work purposes, please first confirm that there is a lawful basis and that necessary authorization has been obtained.

Respect for Rights and Response to Requests - We respect the rights of data subjects, including the right to access their own data, to request correction of inaccurate information, to request deletion of data when eligible, and to restrict the processing of their data. If you receive such a request, please promptly forward it to the data privacy responsible department for handling.

### **(3) What Information Constitutes Personal Data?**

Personal data covers a broad range of information that can directly or indirectly identify a specific individual. Common examples include:

Name, date of birth, identification number

Biometric information (e.g., fingerprints, facial images)

Residential address, telephone number, email address

Health information, medical records

Financial information, bank account details

Location information, network positioning data

Any other information that can identify an individual when combined with other information.

### **(4) What You Can Do in Daily Work**

When collecting information - Ask yourself first: Do I really need this information? Is there a simpler and less intrusive way? Explain the purpose of collection to the other party and obtain their consent.

When storing information - Do not store personal data arbitrarily on personal computers, USB drives or unauthorized online storage spaces. Use secure storage methods provided by the Group. Lock paper documents in filing cabinets.

When transmitting information - When sending emails containing personal data, double-check that the recipient is correct. Encrypt files if necessary. Do not send sensitive information casually via instant messaging tools.

When disposing of information - After completing work, promptly delete personal data that is no longer needed. Destroy discarded paper documents with a shredder and permanently delete electronic files.

When problems are identified - If you discover any possible leakage, misuse or security concerns regarding personal data, report immediately. Timely reporting helps us take prompt action to reduce losses. Silence will only make the problem worse.

### **(5) Please Remember**

In the digital age, personal data is an extension of the individual. Protecting personal data means protecting the dignity and rights of every person. When you properly safeguard students' information, you are protecting their future; when you carefully handle colleagues' data, you are upholding mutual trust; when you respect partners' privacy, you are building the Group's reputation.

This is not a burden, but our most basic respect for everyone who chooses New Higher Education.

### **Article 28 Data Reliability - Truth Is Our Lifeline**

In education and teaching, scientific research, finance, management and all other work, data is our lifeline. True, accurate and complete data forms the basis for sound decision-making.

(1) **Ensure Data Authenticity** - All data generated, collected, recorded and reported shall truthfully reflect actual conditions. Do not falsify, delete or forge experimental data, examination results, financial records or other work data.

(2) **Document All Changes** - If data changes are truly necessary, proper procedures shall be followed and clear records kept (who made the change, when, why, the content before and after the change).

(3) **Value of Truthful Data** - Please remember that untruthful data is not only worthless but also misleading and may even lead to serious mistakes.

### **Article 29 Maintaining Accurate Financial Records**

(1) **True Reflection of Transactions** - All financial records shall accurately, truthfully and completely reflect the substance of transactions, in compliance with applicable accounting standards and laws and regulations. Do not distort financial facts for any purpose.

(2) **Strict Prohibition of Off-Book Accounts** - Do not establish off-book accounts or conceal assets, liabilities or income. “Slush funds” are strictly prohibited.

(3) **Genuine Reimbursement** - When preparing expense reports, you shall declare truthfully and not create false invoices or reimbursement documents. Every reimbursement shall have a genuine transaction background.

(4) **Proper Record Retention** - Financial records shall be retained in accordance with the law and shall not be destroyed prematurely to avoid investigations or audits. If you receive a “preservation of evidence” notice from the legal department, you must suspend the destruction of relevant documents.

### **Article 30 Avoidance of Insider Trading**

(1) **What Is Inside Information?** Inside information refers to non-public information that may have a material impact on securities prices. Examples include the Group’s financial performance, material contracts, merger and acquisition plans, and key personnel changes.

(2) **Prohibition of Trading on Inside Information** - If you obtain inside information of the Group or its partners through work, you shall not trade relevant securities (including stocks, bonds, etc.) using such information before it is publicly disclosed, nor disclose such information to others or recommend others to trade.

(3) **Trading Permitted Only After Public Disclosure** - You may trade only after the Group officially releases the information.

(4) **Extra Caution** - Insider trading is not only a violation of company rules but also illegal, and may result in serious personal legal liability.

## **Chapter 6 Fulfill Social Responsibilities, Promote Public Welfare**

### **Article 31 Be a Responsible Corporate Citizen**

New Higher Education is not only an education group but also a corporate citizen. We deeply understand that the development of an enterprise cannot be separated from social support, and we have a responsibility to give back to society and contribute to social progress.

### **Article 32 Sustainable Development - Responsibility for the Future**

The Group commits to integrating the concept of sustainable development into daily operations and creating long-term value environmentally, socially and economically.

(1) **Environmental Responsibility** - Practice green office work, conserve energy and resources, and reduce waste generation. Small acts such as turning off lights when not in use, double-sided printing and reducing the use of disposable products collectively show great care for the Earth.

(2) **Social Responsibility** - Care for employee growth and provide equal development opportunities; support community development and actively participate in public welfare; ensure that products and services meet high-quality standards and create value for students.

(3) **Economic Responsibility** - Pursue steady development to ensure the Group's long-term survival, provide a stable employment platform for employees and cultivate more talents for society.

### **Article 33 Quality Management - Quality Is the Foundation of Trust**

We deeply understand that students and parents choose New Higher Education based on trust. Such trust must be maintained through high-quality education and teaching.

(1) **Quality Is Everyone's Responsibility** - Whatever your position, the quality of your work directly affects the final "product" - the growth of students. Please hold yourself to the highest standards.

(2) **Reporting of Quality Issues** - If you discover quality problems or compliance risks in education, teaching or other work, please report immediately. Early detection and early improvement are responsible to students and the Group.

(3) **Continuous Improvement** - We encourage innovation and improvement, and welcome your suggestions for enhancing quality.

### **Article 34 Charitable Donations - Giving Back to Society with Love**

(1) **Group Support for Public Welfare** - The Group supports the development of public welfare. Charitable donations shall comply with applicable laws and regulations and be consistent with the Group's strategic objectives.

(2) **No Unauthorized Personal Commitments** - No individual may make or promise donations in the name of the Group without authorization. If you receive a donation request, please forward it to the relevant department of the Group.

### **Article 35 Political Activities - Boundaries Between Personal Rights and the Company**

(1) **Respect for Personal Political Rights** - The Group respects employees' rights to participate in political activities in a personal capacity, including voting and making donations.

(2) **Separation of Personal and Corporate Identity** - When participating in political activities, you shall clearly distinguish between personal identity and corporate identity. Do not use working hours, Group resources or the Group's name to engage in political activities. Do not create the impression that you represent the Group in political activities.

(3) **No Corporate Political Donations** - The Group shall not make political donations to any political party, political organization or candidate.

(4) **Caution When Inviting Public Officials** - Inviting public officials to Group activities shall be approved in advance by the Government Relations Department and the Compliance Management Department. Relevant laws and regulations impose strict requirements in this regard.

### **Article 36 Use of Social Media - Online Conduct Also Represents You**

Social media provides a platform for us to connect with the world, but it also brings new responsibilities.

(1) **Maintain Respect** - Harassment, bullying and discriminatory speech that are prohibited offline are also prohibited online. When posting, commenting or forwarding content, please remain respectful and rational.

(2) **Protection of Trade Secrets** - Do not disclose the Group's trade secrets, non-public information or sensitive information on social media.

(3) **Distinction of Personal Opinions** - If you mention the Group, you shall clearly state that your views are personal and do not represent the Group. Without authorization, you shall not respond to media inquiries or make comments on behalf of the Group.

(4) **Importance of Privacy** - Do not post colleagues' photos or personal information without their consent.

## **Chapter 7 Uphold Integrity, Encourage Speaking Up**

### **Article 37 Why Do We Need "Speaking Up"?**

The greatest crisis in an organization often does not come from external challenges but from internal silence. When problems arise, if everyone chooses to ignore them and remain silent, small problems will evolve into major crises.

Therefore, we need the courage of every colleague - to speak up when problems are found. This is responsible not only to the Group but also to students and to yourself.

### **Article 38 Reporting Violations - Your Responsibility**

When you discover or suspect any violation of this Code, Group policies or laws and regulations, you have a responsibility to report promptly. Reporting channels include:

(1) **Direct Supervisor** - This is the most direct channel. However, if you believe the supervisor is involved in the violation or it is unsafe to report to the supervisor, please choose other channels.

(2) **Human Resources Department** - The Human Resources Department will take your report seriously and protect your rights and interests.

(3) **Compliance Management Department** - The Compliance Management Department is the specialized department responsible for overseeing the implementation of the Code.

(4) **Integrity Reporting Email: 【JCSJ@xingaojiao.com】**

(5) **“Integrity Reporting Center” on the OA System** - This is a convenient online reporting platform.

(6) **Mail Reporting** - Attn: Compliance Management Department of the Group.

### **Article 39 How to Report Effectively**

(1) **Signed Reporting Is Preferred** - You may choose to report with your real name or anonymously. However, please understand that signed reporting with as detailed information as possible (including time, location, persons, facts, evidence, etc.) helps us conduct investigations more quickly and effectively.

(2) **Anonymous Reporting Is Also Acceptable** - If you are unwilling to disclose your identity for various reasons, you may choose anonymous reporting. The reporting platform will protect your identity.

(3) **Reporting Based on Facts** - Please report based on facts you know, do not spread unconfirmed rumors or make subjective assumptions.

### **Article 40 Protection of Reporters - Zero Tolerance for Retaliation**

(1) **Strict Confidentiality** - The Group keeps reporter information strictly confidential and shall not disclose their identity without the reporter's consent. Only personnel necessary for the investigation may be informed.

(2) **Strict Prohibition of Retaliation** - Acts of threatening, intimidating, excluding, demoting, dismissing or otherwise disadvantaging reporters are serious violations of the Code and will be severely dealt with in accordance with the Accountability Management Rules, up to and including termination of employment.

(3) **If You Suffer Retaliation** - Please report immediately to the Compliance Management Department or through the above reporting channels. We will protect you and stop the retaliation.

(4) **Clear-Name for Falsely Accused** - The Group will clear the names of colleagues who have been falsely accused to protect their initiative in work and entrepreneurship.

#### **Article 41 Cooperation with Investigations - Jointly Ascertain the Truth**

(1) **When Under Investigation** - Please fully cooperate with investigators and provide true, accurate and complete information and evidence. Your cooperation helps to ascertain the truth as soon as possible.

(2) **No Obstruction of Investigations** - Do not interfere with or obstruct investigations, destroy or forge evidence, or disclose investigation information to the person under investigation.

#### **Article 42 Handling of False Accusations - Malicious Reporting Is Unacceptable**

Reporting is intended to protect the interests of the Group, not to settle personal scores. The Group will severely deal with acts of intentionally fabricating facts and falsely accusing others; serious cases will be transferred to judicial authorities for handling in accordance with the law.

### **Chapter 8 Responsibilities and Accountability**

#### **Article 43 Your Commitment**

When you read this Code, we believe you have understood and agreed to every requirement herein. Your commitment is reflected in daily actions:

- (1) Learn and understand the Code;
- (2) Proactively seek guidance when in doubt;
- (3) Dare to report violations when discovered;
- (4) Cooperate truthfully when under investigation.

#### **Article 44 Responsibilities of Managers**

If you are a manager, please remember your special responsibilities:

- (1) **Set an Example** - Be a model in practicing the Code;
- (2) **Communicate Values** - Help the team understand the Code;
- (3) **Foster an Atmosphere** - Encourage speaking up and protect reporters;
- (4) **Intervene Timely** - Promptly remind and correct deviations when discovered;
- (5) **Continuous Education** - Ensure the team receives regular training.

#### **Article 45 Accountability - Consequences of Violating the Code**

(1) Violations of this Code will result in corresponding sanctions in accordance with the Accountability Management Rules, including warning, demerit, demotion, removal from post, compulsory resignation, dismissal, etc.

(2) Violations that also violate national laws and regulations will be transferred to judicial authorities for handling in accordance with the law. Please note that you may bear personal legal liability as a result.

(3) Violations involving Party discipline will be copied to the Party organization for handling in accordance with regulations.

(4) Violations of teacher ethics and professional conduct will result in revocation of honors, recovery of bonuses, dismissal from teaching positions and registration in the national teacher management information system, which may affect your entire career.

#### **Article 46 Requirements for Business Partners**

(1) **Selection of High-Standard Partners** - The Group only conducts business with partners that recognize and commit to complying with high ethical standards.

(2) **Signing of Integrity Commitments** - When signing contracts with partners, they shall be required to sign the Partner Integrity and Compliance Commitment at the same time.

(3) **Handling of Violations** - If partners are found to have engaged in dishonest acts such as commercial bribery and fraud, they shall be blacklisted as suppliers, and the Group reserves the right to unilaterally terminate the contract and pursue liability for breach of contract.

### **Chapter 9 Supplementary Provisions**

**Article 47** This Code, together with the New Higher Education Group Accountability Management Rules, Fraud Monitoring Management System, New

Higher Education Group Internal Control System, New Higher Education Group Internal Audit Management Measures, New Higher Education Group Leading Cadres Integrity Talk Management Measures (Trial), Integrity Commitment, Partner Integrity and Compliance Commitment and other documents, constitutes the Group’s business conduct standard system. In case of any conflict between relevant documents, this Code shall prevail.

**Article 48** All departments and institutions shall organize all faculty and staff to study this Code to ensure that everyone is aware of and complies with it. New employees shall receive training on the Code upon onboarding.

**Article 49** This Code shall take effect on the date approved by the Group’s Board of Directors.

**Article 50** This Code shall be interpreted by the Group’s Compliance Management Department. The Group will review and revise this Code in a timely manner in light of changes in laws and regulations and management practices.

**Appendix: Relevant Policies and Resources**

Subject	Contact / Resource
Reporting violations	“Integrity Reporting Center” on OA System, Integrity Reporting Email 【jcsj@xingaojiao.com】
Integrity practice consultation	Compliance Management Department
Conflict of interest disclosure	Submitted via OA System
Handover of gifts	Supervision department of the entity (Audit Office)
Human resources consultation	Human Resources Department
Confidentiality and intellectual property	Compliance Management Department
Diversity and inclusion policy	Human Resources Department

Subject	Contact / Resource
Anti-harassment consultation	Human Resources Department
Anti-corruption policy	New Higher Education Group Accountability Management Rules, Fraud Monitoring Management System, New Higher Education Group Internal Control System, New Higher Education Group Internal Audit Management Measures, New Higher Education Group Leading Cadres Integrity Talk Management Measures (Trial), Integrity Commitment, Partner Integrity and Compliance Commitment
Conflict of interest policy	Accountability Management Rules
Reporter protection policy	Accountability Management Rules
Information security policy	Confidentiality and Non-Compete Agreement

**China New Higher Education Group Co., Ltd.**  
**March 10, 2026**