

Information Disclosure Regulations of Qingdao Haier Co., Ltd.

Article 1 In order to improve the quality of information disclosure for the Company, the Regulations is hereby formulated in accordance with the *Company Law of the People's Republic of China*, *Securities Law of the People's Republic of China* (hereinafter referred to as the “*Securities Law*”), the *Rules Governing the Listing of Stocks on Shanghai Stock Exchange (revised in 2018)* (hereinafter referred to as the “*Listing Rules*”), the *Administrative Measures for the Disclosure of Information of Listed Companies*, the *Guidelines of Shanghai Stock Exchange for the Information Disclosure Management Bylaws of Listed Companies*, the *Guidelines of the Shanghai Stock Exchange for Listed Companies' One-Stop Information Disclosure*, the *Index Table of the Shanghai Stock Exchange on Information Disclosure Announcement Categories* (hereinafter referred to as the “*Index Table of Announcement Categories*”), the *Guidelines of the Shanghai Stock Exchange for Listed Companies' Postponement of and Exemption from Information Disclosure*, the *Guidelines of Shanghai Stock Exchange for Listed Companies' Disclosure of High Bonus Information Disclosure*, the *Special Provisions of the State Council Concerning the Floatation and Listing Abroad of Stocks by Limited Stock Companies*, the *German Securities Trading Act*, the *European Anti-Manipulation Rules*, the *Listing Rules of Frankfurt Stock Exchange Securities* (the overseas rules above collectively referred to as the “*Frankfurt Trading Rules*”) as well as the provision on information disclosure of listed companies of relevant laws and regulations, and subject to the actual situation of Qingdao Haier Co., Ltd. (hereinafter referred to as the “*Company*”).

Article 2 The Company shall disclose its information in the principles of timely disclosure, true disclosure, accurate disclosure, complete disclosure, fair disclosure and legal disclosure to ensure that all shareholders have equal access to information and strive to implement such principles. The information disclosed shall be easy to understand without false records, misleading statements or major omissions.

The Company shall ensure that all its shareholders are treated equally in terms of information disclosure. If the Company discloses information to its shareholders in Chinese, the Company shall disclose such information in English at the same time. The information disclosed by the Company in accordance with the relevant rules of a certain listing place shall be disclosed through the regular information channels of other listing places of the Company.

Article 3 Unless otherwise specified in the Frankfurt Trading Rules, the Company shall designate *Shanghai Securities News*, *China Securities News*, *Securities Times* and *Securities Daily* as newspapers that publish the Company’s announcements and other information to be disclosed. If the Company changes the designated newspapers, it shall be reported to the Shanghai Stock Exchange within two working days.

Article 4 The information disclosed by the Company shall be published in *Shanghai Securities News*, *China Securities News*, *Securities Times* and *Securities*

Daily, as well as other media channels required by the Frankfurt Trading Rules. At the same time, it shall be placed in the Company's residence and the Shanghai Stock Exchange for public inspection. Information to be disclosed online shall also be disclosed on relevant websites designated by China Securities Regulatory Commission and Shanghai Securities Exchange, and the Company's English website as required by the Frankfurt Trading Rules.

The Company may also disclose its information in other ways to ensure that users can obtain such information in an economical and convenient manner.

Article 5 Important information released by the Company and obligors of relevant information disclosure in other public media (including the inside information defined in the *European Anti-Manipulation Rules*) shall neither precede the designated media, nor replace information disclosure in other forms such as press release or answering questions from journalists or leak undisclosed important information. The directors, supervisors and senior management of the Company shall abide by and procure the Company to comply with the provisions of the preceding paragraph.

Article 6 The secretary of the Board of Directors shall be responsible for the information disclosure matters of the Company.

Article 7 The obligors of information disclosure referred to in the Regulations shall include:

(I) Directors, supervisors and senior management of the Company;

(II) Officers in charge of various departments or subsidiaries of the Company;

(III) Controlling shareholders, actual controllers and shareholders holding more than 5% of the shares and their persons acting in concert; pursuant to the requirements of the German Securities and Exchange Act for disclosure of shareholdings, the shareholder shall also be deemed as an obligor of information disclosure when the shareholding ratio reaches, exceeds or falls below the prescribed limit of 3%;

(IV) Other obligors of information disclosure as stipulated in laws, regulations and regulatory documents.

Article 8 For the preparation and disclosure of information disclosure documents such as prospectus, listing memorandums, listing announcements, the Company shall comply with the provisions on market testing in the *Administrative Measures for the Disclosure of Information of Listed Companies*, the *German Securities Prospectus Act*, the *European Prospectus Rules*, the *European Anti-Manipulation Rules* and other relevant regulatory rules and shall obtain the consent of relevant regulatory bodies.

Article 9 The periodic reports disclosed by the Company shall include annual reports, interim reports and quarterly reports. All information that has significant influence on the decision-making of investors (such as inside information) shall be disclosed separately in a manner that meets the requirements of the *European Anti-Manipulation Rules* (especially the requirements for timely disclosure of information).

Financial and accounting statements in the annual reports shall be audited by accounting firms with securities and futures-related qualifications. Financial statements in the interim reports may not be audited, but if the Company is under any of the following circumstances, it shall be audited by accounting firms with corresponding business qualifications and designated by the general meeting:

(I) The Company plans to distribute profits, capitalise the capital reserve or cover the deficit in the second half of the year;

(II) The Company is under other circumstances where auditing is required as identified by the securities regulatory body.

Article 10 Annual reports, interim reports and quarterly reports of the Company shall be prepared and disclosed within 4 months as from the date of the end of each fiscal year, within 2 months as from the date of the end of the first half of each fiscal year, within 1 months as from the date of the end of 3rd and 9th month of each fiscal year respectively.

The disclosure time of the first quarterly report shall not be earlier than the disclosure time of the annual report of the previous year.

Article 11 Other announcements disclosed by listed companies other than periodic reports are interim reports, including but not limited to:

(I) Resolution of the Board of Directors;

(II) Resolution of the Board of Supervisory;

(III) Resolution of the general meeting;

(IV) Transactions required to be disclosed;

(V) Related-party transactions qualified to be disclosed;

(VI) Other significant events that may have material impact on the market prices of the securities and derivatives;

(VII) Inside information required to be disclosed by the *European Anti-Manipulation Rules*.

Article 12 Transactions required to be disclosed in Article 11(IV) shall include but be not limited to:

- (I) Purchase or sale of assets;
- (II) External investment (including entrusted wealth management, entrusted loans, etc.);
- (III) Provision of financial support;
- (IV) Provision of compliance guarantees;
- (V) Renting or leasing assets;
- (VI) Entrusting or trusted asset and business management;
- (VII) Giving or receiving assets;
- (VIII) Creditor's rights and debt restructuring;
- (IX) Execution of license agreements;
- (X) Transferring or accepting research and development projects;
- (XI) Other transactions recognized by Shanghai Stock Exchange.

The aforementioned purchase or sale of assets shall not include the purchase of raw materials, fuel and power, as well as the sale of products and commodities, and other purchase or sale of assets related to day-to-day operations, but shall include such purchase or sale of assets involved in asset replacement.

Article 13 Where the Company's transactions (except the provision of guarantees) meet one of the following criteria, they shall be disclosed in a timely manner:

- (I) Transactions involving total assets (higher of book value and assessed value if both are available) accounting for more than 10% of the latest audited total assets of the Company;
- (II) Transactions with an amount (including debts and expenses assumed) accounting for more than 10% of the latest audited net assets of the Company, and with a value in excess of RMB10 million;
- (III) Transactions generating profit accounting for more than 10% of the audited net profit of the Company for the latest fiscal year, and with an amount in excess of RMB1 million;

(IV) Transactions whose subject matter (such as equity interest) generates turnover in the latest fiscal year accounting for more than 10% of the audited turnover of the Company in the latest fiscal year, and with an amount in excess of RMB10 million;

(V) Transactions whose subject matter (such as equity interest) generates net profit in the latest fiscal year accounting for more than 10% of the audited net profit of the Company in the latest fiscal year, and with an amount in excess of RMB1 million;

If the data involved in the above indicators are negative, the absolute value shall be taken for calculation.

Article 14 The term "related-party transaction" as mentioned in Article 11(V) refers to the transfer of resources or obligations between the Company or its holding subsidiary and its related parties, including:

(I) Transaction specified in Article 12 above;

(II) Purchase of raw materials, fuel and power;

(III) Sales of products and commodities;

(IV) Providing or receiving labour services;

(V) Entrusting or trusted sales;

(VI) Deposit and loan in the financial company of the related parties;

(VII) Co-investment with related parties;

(VIII) Other matters that may lead to the transfer of resources or obligations by agreement.

The definition, specific disclosure standards and procedures of related-party transactions above shall refer to the *Administrative Measures for the Related-party Transactions* and relevant provisions of the exchanges and regulatory bodies at the place where the Company's securities are listed.

Article 15 Other significant events referred to in Article 11(6) shall include:

(I) Major litigation and arbitration matters involving an amount accounting for more than 10% of the latest audited net assets of the Company, and with a value in excess of RMB10 million;

(II) Change in the project of raising funds and investment;

(III) Performance forecast, performance report and profit forecast;

- (IV) Profit distribution and Capitalization of capital reserve;
- (V) Abnormal fluctuation of stock transaction and clarification of rumor;
- (VI) Repurchase of shares;
- (VII) Absorption and merger;
- (VIII) Significant events involved in convertible corporate bonds;
- (IX) Equity change and acquisition;
- (X) Equity incentive;
- (XI) Bankruptcy;
- (XII) Material risks, including:
 - (1) Serious losses happened or serious losses suffered;
 - (2) Material debts happened or non-repayment of matured loan;
 - (3) Possible material liability for breach of contract or for large compensation according to law;
 - (4) Large provision for asset impairment;
 - (5) Dissolution as decided by the Company or closure as ordered by the competent authority;
 - (6) Estimated negative on stockholder's equity of the Company;
 - (7) Insolvency or bankruptcy procedure of the major debtor, and the Company has not withdrawn adequate provision for the corresponding creditor's rights;
 - (8) Seizure, attachment, freezing or mortgage or pledge of principal assets;
 - (9) Breaking down of the main or all businesses;
 - (10) Investigation by the competent authority or material administrative or criminal penalty due to the violation of laws or regulations by the Company;
 - (11) Failure of legal representative or manager of the Company to fulfill duty thereof, and investigation or enforcement measure by the competent authority or serious administrative or criminal penalties on director, supervisor or senior management due to the violation of laws and regulations;

(12) Other major risks identified by the Shanghai Stock Exchange or the Company.

Where the above matters involve specific amounts, the provisions of Article 9.2 of the *Rules Governing the Listing of Stocks on Shanghai Stock Exchange* shall apply mutatis mutandis.

(XIII) Change of Company name, abbreviated name of stock, Articles of Association, registered capital, registered address, main business address, contact telephone number, etc. In particular, in case of any change of the Articles of Association, the new Articles of Association shall be disclosed on the website of Shanghai Stock Exchange, and disclosed on the *German Federal Gazette* as required by the *German Securities Trading Act*;

(XIV) Significant change on the operation guideline and scope of the Company;

(XV) Change of accounting policies and accounting estimates;

(XVI) Resolution of the Board of Directors in relation to the issuance of new shares, convertible corporate bonds or other refinancing plan;

(XVII) Review opinions of Stock Issuance Audit Committee and Merger& Reorganization Committee of China Securities Regulatory Commission concerning the issuance of new shares, convertible corporate bonds or other refinancing plan and material assets reorganization plan of the Company;

(XVIII) Resignation or change of legal representative, manager, director (including independent director) or more than one third of supervisors of the Company;

(XIX) Significant change in operation conditions, external conditions or production environment (including significant changes of product price, purchase price and mode of raw materials, etc.);

(XX) Conclusion of important contract that may create material impact on the assets, liabilities, equity and operating performance of the Company;

(XXI) New laws, administrative regulations, department regulations and policies that may create material impact on the operations of the Company;

(XXII) Appointment or dismissal of auditors of the Company;

(XXIII) Court decisions that would prohibit the controlling shareholders of the Company from transferring the shares of the Company held by them;

(XXIV) Pledge, freezing, judiciary auction, custody or setting of trust or legal limitation of voting rights of more than 5% shares of the Company held by any shareholder;

(XXV) Obtaining substantive additional income such as large government grant, or other event that may create material impact on the assets, liabilities, equity and operating performance of the Company;

(XXVI) Other circumstances identified by the Shanghai Stock Exchange or the Company.

Article 16 The Company shall perform timely its duty of disclosure on major events as soon as any of the following circumstances occurs:

(I) When a resolution of the Board of Directors, the Board of Supervisors or the general meeting on the major event is adopted;

(II) When a letter of intent or agreement on the major events is executed by relevant parties;

(III) When the directors, supervisors or senior management learn and report the major event.

Where any of the following situations take place before the occurrence of the circumstances mentioned in the foregoing paragraph, the Company shall timely disclose the current status and the risk factors that might affect the progress of the major event:

(I) When it is difficult to keep this major event confidential;

(II) When the information about the major event has been already leaked or relevant hearsay or report has appeared in the market;

(III) When transactions on Company's securities or derivatives show abnormal movements.

Article 17 Where the information planned to be disclosed by the Company is uncertain, belongs to temporary commercial secrets or is under other circumstances recognized by the Shanghai Stock Exchange and the Federal Financial Regulatory Authority of Germany, the interests of the Company may be damaged or the investors may be misled in case of a timely disclosure, and the following conditions are satisfied, the Company shall apply to the Shanghai Stock Exchange for postponement of disclosure, and state the reasons and the time limit for such postponement:

(I) The information planned to be disclosed has not yet been leaked;

(II) The insiders concerned have promised in writing to keep confidential, and the Company can ensure the confidentiality of relevant information;

(III) There is no abnormal fluctuation in the trading of the Company stock certificate and its derivatives, and investors are not misled by the Company's delayed correction of relevant information (i.e., the Company once disclosed completely opposite information).

With the consent of the Shanghai Stock Exchange, the Company may postpone the disclosure of relevant information. The period of postponement of disclosure shall not exceed two months in general.

Where the application for postponement of disclosure has not been approved by the Shanghai Stock Exchange, the reasons for postponement of disclosure have been eliminated, and the Company cannot continue to ensure the confidentiality of relevant information or the time limit for postponement of disclosure expires, the Company shall make disclosure in a timely manner.

While disclosing information to the public (the disclosure has been postponed), the Company shall report to the Federal Financial Regulatory Authority of Germany the reasons for the postponement of disclosing such information.

Article 18 Where the information of the Company planned to be disclosed belongs to state secrets, commercial secrets or other circumstances as recognized by the Shanghai Stock Exchange, and where the disclosure in accordance with relevant regulations or the performance of relevant obligations may lead to a breach of confidentiality obligations or the interest of the Company, the Company may apply for exemptions from such information disclosure obligations to the Shanghai Stock Exchange.

Article 19 The timeliness of the Company's information disclosure shall be reflected in the following aspects:

(I) Preparing and disclosing periodic reports within the appointed time;

(II) Preparing and disclosing periodic reports at a predetermined time;

(III) Prompt announcement according to relevant national laws and regulations, the *Listing Rules* and the time limit for information disclosure of temporary reports as stipulated by the Frankfurt Trading Rules;

(IV) Reporting to the Shanghai Stock Exchange and Frankfurt Stock Exchange in a timely manner according to relevant national laws and regulations, the *Listing Rules* and the time limit for information disclosure of temporary reports as stipulated by the Frankfurt Trading Rules;

(V) Submission and disclosure of relevant documents on designated websites in a timely manner as required by relevant regulations.

Article 20 The authenticity and accuracy of the Company's information disclosure shall be reflected in the following aspects:

(I) No errors in key words or figures shall occur in the draft of the announcement (including electronic documents);

(II) The draft of the announcement shall be concise and clear;

(III) There shall be no ambiguities, misleading or false statements in the draft of the announcement;

(IV) Electronic documents shall be consistent with manuscripts.

Article 21 The integrity of the Company's information disclosure shall be reflected in the following aspects:

(I) The documents required shall be complete;

(II) The format of the announcement shall satisfy the requirements;

(III) The contents of the announcement shall be complete without any major omissions.

Article 22 The fairness of the Company's information disclosure shall be reflected in the following aspects:

The company and other obligors of information disclosure shall disclose information to all investors at the same time, so that all investors are equally informed of the same information. The specific requirements are:

(I) Information disclosed publicly shall be made public to all investors at the first time, and shall not be disclosed or leaked to individual or part of investors in advance. It shall not replace the reporting and announcement obligations by any form of press release or answering questions from journalists.

(II) No inside information shall be provided when communicating with any institution or individual about the Company's business situation, financial situation or other events through performance briefing, analyst meetings, road shows and investor surveys.

Article 23 The compliance of the Company's information disclosure shall be reflected in the following aspects:

(I) The contents of the announcement shall conform to laws, regulations and provisions of the *Listing Rules*;

(II) The forms and procedures involved in the announcement shall be in conformity with laws, regulations and provisions of the *Listing Rules* and the Frankfurt Trading Rules.

Article 24 The voluntary disclosure of the Company's information shall be reflected in the following aspects:

On the basis of not concerning sensitive financial information or commercial secrets, the Company shall be encouraged to disclose information that has a greater impact on the decision-making by shareholders and other stakeholders, including the Company's development strategy, business philosophy and the relationship between the Company and its stakeholders.

Article 25 The Company shall submit a draft of the announcement and relevant materials to the Shanghai Stock Exchange prior to the disclosure of information. The draft and materials submitted shall be printed in Chinese with signature and seal, indicating the date of the proposed announcement and the newspaper. With the consent of the Shanghai Stock Exchange, the Company shall deal with the announcement matters on its own. If the announcement cannot be made on the scheduled date, it shall report to the Shanghai Stock Exchange in a timely manner.

Article 26 The information disclosure shall be led and managed by the Board of Directors of the Company. The secretary of the Board of Directors shall be responsible for handling information disclosure matters. The secretary of the Board of Directors shall, in accordance with the relevant laws and regulations, the provisions of the Company's Articles of Association, the requirements of the China Securities Regulatory Commission and the Shanghai Stock Exchange, and the Frankfurt Trading Rules, urge the Board of Directors of the Company to fulfill its obligation of prompt and correct disclosure.

Article 27 The specific duties of the secretary of the Board of Directors in information disclosure are as follows:

(I) The secretary of the Board of Directors shall be the designated contact among the Company and the Shanghai Stock Exchange, the Frankfurt Stock Exchange and the Federal Financial Regulatory Authority of Germany.

The secretary of the Board of Directors shall keep in touch with the Shanghai Stock Exchange and inform the Shanghai Stock Exchange in a timely manner in case of any change in the telephone number and fax number. The secretary of the Board of Directors shall take the initiative to communicate with the Shanghai Stock Exchange in case of any abnormal situation.

(II) The secretary of the Board of Directors shall organize and coordinate the information disclosure of the Company, collect such information that the listed

company shall disclose and report to the Board of Directors, pay continuous attention to the media reports on the Company and actively seek to verify the true situation of the reports. The secretary of the Board of Directors has the right to attend the general meetings, meetings of the Board of Directors, meetings of the Board of Supervisors and relevant meetings of senior management, to know the financial and operational situation of the Company, and to refer to all documents concerning information disclosure.

(III) The secretary of the Board of Directors shall be responsible for the external publication of information of listed company and other relevant matters. Except for the announcement of the Board of Supervisors, the information disclosed by the listed company shall be published in the form of announcement of the Board. Directors, supervisors and senior management shall not publish the undisclosed information of listed company without the written authorization of the Board.

(IV) The secretary of the Board of Directors shall keep the information confidential and formulate confidentiality measures. When the inside information is leaked, prompt remedial measures shall be taken for explanation and clarification, and it shall be reported to the Shanghai Stock Exchange and the China Securities Regulatory Commission.

(V) The secretary of the Board of Directors shall be responsible for the Training on the Information Disclosure Regulations, so as to help the directors, supervisors and senior managements of the Company understand the relevant laws, regulations, rules, the Articles of Association, the Stock Listing Rules and other regulatory documents on information disclosure. Trainings on the Information Disclosure Regulations shall be provided regularly to the officers in charge of the respective departments, branches and subsidiaries of the Company, and file the training work of the year with the Shanghai Stock Exchange.

(VI) The secretary of the Board of Directors shall organize to keep the information on shareholders register, directors and supervisors register, the shareholdings of major shareholders and directors, and the seals of the Board of Directors of the Company, and keep the documents and records of the meetings of the Board of Directors and the general meetings and other information to be disclosed;

The Board of Directors, the Board of Supervisors, other senior management and the relevant departments of the Company shall provide convenient conditions for the secretary of the Board of Directors to perform his/her duties. The financial controller and the relevant departments of the Company shall cooperate with the secretary of the Board of Directors in the disclosure of financial information.

The secretary of the Board of Directors may engage lawyers, accountants and other intermediaries to provide relevant advisory services when performing the duties above.

Article 28 While appointing the secretary of the Board of Directors, the Board of Directors of the Company shall appoint another representative of the securities affairs of the Board to act as the secretary of the Board of Directors when the secretary of the Board of Directors is unable to perform his/her duties.

Article 29 The specific responsibilities of the administrative department for information disclosure affairs are as follows:

(I) The Office of secretary of the Board of Directors of the Company is the comprehensive administrative department for information disclosure affairs of the Company, which responsible for the collection, preliminary examination and announcement of relevant information, and for the preliminary examination of periodic reports as well as the preparation, organization and preliminary examination of temporary announcements.

(II) The Office of secretary of the Board of Directors of the Company shall learn and study relevant rules of information disclosure and keep daily contact with the securities regulatory authorities and the Shanghai Stock Exchange in order to accurately understand relevant rules, and shall explain such rules to various units of the Company.

(II) The Office of secretary of the Board of Directors of the Company shall focus on the reports and the trading of stocks of the Company by the public media (including main websites), and keep abreast of the actual situation in a timely manner from relevant departments, branches and subsidiaries of the Company. The Office of secretary of the Board of Directors shall be entitled to request relevant departments and companies to submit information and documents concerning information disclosure matters.

Article 30 Duties and responsibilities of directors and the Board of Directors, supervisors and the Board of Supervisors, and the senior management.

The directors and the Board of Directors of the Company shall be diligent and duteous to ensure the faithfulness, accuracy, completeness of the information disclosure the Company.

The Chairman or general manager of the Company shall be the first officer in charge of the implementation of Information Disclosure Regulations.

Where the Company issues new shares or corporate bonds, the directors, supervisors and senior management of the Company shall execute written confirmation opinions on the prospectus and listing announcement to ensure that the information disclosed is true, accurate and complete.

The directors and senior management of the Company shall execute written confirmation opinions on the periodic reports, while the Board of Supervisors shall submit written review opinions on whether the preparation and review procedures by

the Board of Directors conform to laws, administrative regulations and the provisions of the China Securities Regulatory Commission, and whether the reports can truly, accurately and completely reflect the actual situation of the Company. Where directors, supervisors and senior management cannot ensure or cannot agree with the faithfulness, accuracy or completeness of the contents of the periodic reports, reasons and opinions should be given and disclosed.

Where the financial and accounting reports in periodic reports are issued with non-standard audit reports, the Board of Directors of the Company shall make specific explanations on the matters involved in the audit opinions.

The directors, supervisors and senior management of the Company shall be diligently pay attention to the preparation of information disclosure documents to ensure that periodic and temporary reports are disclosed within the prescribed time limit, and cooperate with the listed company and other information disclosure obligors in performing the disclosure obligations.

The directors shall follow closely and continuously the Company's production management status, financial status and the major events that have already occurred or are likely to occur as well as the influences thereof; and shall actively investigate and obtain the information required for the decision-making.

The supervisors and the Board of Supervisors shall, besides ensuring the truthfulness, accuracy and completeness of the contents of the announcements of the Board of Supervisors, be responsible for supervising the directors and senior management of the Company in fulfilling their duties relating to information disclosure; and follow closely the status of disclosure. Whoever learns any illegal issues in the disclosures shall initiate the corresponding investigation and propose the solution.

The written opinions of the Board of Supervisors on periodic reports shall express whether the process of preparation and verification conforms to the law, administrative regulations and provisions of China Securities Regulatory Commission, and whether the contents of the report truthfully, accurately and completely reflect the actual situation of the listed company.

The directors and the Board of Directors, supervisors and the Board of Supervisors, and senior management of the Company have the duty to ensure the information disclosure management department and the secretary of the Board of Directors of the Company have immediate access to important information relating to the organization and operation of the Company, information with substantive or great impact on the decision making of the shareholders and other interested parties, and other information needed to be disclosed. The senior management shall promptly report to the Board of Directors the major operation or finance events of the Company, the development or changes of the disclosed events and other relevant information.

Article 31 Responsibilities of the Company's functional departments and their heads

All functional departments of the Company shall strictly implement various information disclosure systems of the Company and strictly formulated a internal control system.

The officers in charge of the functional department of the Company are the first responsible persons of its information report. Each department shall designate a special person as the designated contact for reporting relevant information to the Office of secretary of the Board of Directors or the secretary of the Board of Directors regularly or irregularly.

The officers in charge of the functional departments of the Company shall urge their departments to strictly implement the information disclosure systems to ensure that the major information that should be disclosed in the department shall be promptly reported to the Office of secretary of the Board of Directors or the secretary of the Board of Directors.

The Company Office is responsible for taking confidentiality measures of meetings held by the Company involving undisclosed information such as major investments and budgets, reminding the participants of fulfilling confidentiality duties during the meetings, and urging relevant functional departments to make confidential reminders in the meeting materials.

Article 32 Responsibilities of the controlling shareholders, shareholders holding more than 5% of the Company's shares and actual controllers.

Shareholders holding more than 5% of the Company's shares and their persons acting in concert and actual controllers shall designate information contacts, organize and collect basic information of their affiliations, timely inform the Company about the existence of events related to the Company that need to be disclosed, and cooperate with the Company to have a good job of information disclosure.

When any of the following events occur, the shareholders or actual controllers of the Company shall, on their own initiative, report it to the Board of the Directors and assist the Company to fulfill its duty of information disclosure:

- (I) Any considerable change in the shareholding or control over the Company of the shareholders holding more than 5% of the Company's shares or actual controllers;
- (II) The court ruling prohibits the controlling shareholder from transferring the shares it holds, or 5% of the shares held by any shareholder are pledged, frozen, judicially auctioned, put in custody, set up with trust, or restricted by law;

(III) Planning on significant assets or business restructuring with respect to the Company;

(IV) Other circumstances prescribed by relevant laws, regulations and provisions of the securities regulatory authorities in the place where the Company's shares are listed.

Where prior to the disclosure of discloseable information, the relevant information has been leaked in the mass media or where the transactions on the securities and derivatives of the Company have experienced abnormal movements, the shareholders or actual controllers of the Company shall timely and accurately assist it for announcement. Where price-sensitive information has been leaked, the Company shall make announcements immediately.

In addition to the above, when the shareholder's voting rights in the Company reach, exceed or fall below 3%, 5%, 10%, 15%, 20%, 25%, 30%, 50% or 75% of the total voting rights by acquisition, disposal or entrustment, such case shall be reported to the Company and the Federal Financial Supervisory Authority in accordance with the rules of the *German Securities Trading Act* within 4 trading days after the relevant transaction.

In addition to the above 3% limit, if a shareholder has the right to acquire or possibly acquire other shares the Company issues by acquisition, disposal or entrustment of the financial instruments, it shall also fulfill these reporting obligations.

For purpose of reporting shareholdings of shareholders, the voting rights attached to shares and financial instruments shall be combined in accordance with the rules of the *German Securities Trading Act*.

The Company shall publish such information within three trading days after receiving the report on the shareholding according to the above rules. The Company shall report the situation published to the Federal Financial Supervisory Authority.

Article 33 Evaluation of the supervision and implementation of the information disclosure regulations.

The information disclosure regulations shall be supervised by the Board of Supervisors of the Company. The Board of Supervisors shall conduct regular or irregular inspections on the implementation of the information disclosure regulations, promptly supervise the Board of Directors for major defects found, and require the Board of Directors to revise the system if needed.

The Board of Directors of the Company shall conduct a self-assessment of the annual implementation of the information disclosure regulations. When disclosing the annual report, the Board of Directors' self-assessment report on the implementation of the

information disclosure management system shall be included in the annual internal control self-assessment report for disclosure.

The Board of Supervisors shall form an annual evaluation report on the implementation of the Company's information disclosure regulations and disclose it in the announcement of the annual report of the Board of Supervisors.

Article 34 The financial department and the foreign investment department of the Company shall cooperate with the information disclosure affairs management department, so as to ensure that disclosure can be made in the Company's periodic reports and temporary reports on major asset restructuring in a timely manner.

Article 35 Directors, supervisors, senior management, shareholders holding more than 5% of shares and their persons acting in concert, and actual controllers shall promptly submit to the Board of Directors of the Company a list of the connected parties of the Company and a statement of the affiliation relationship. The Company shall comply with the procedures established for the consideration of related-party transactions and shall strictly fulfill vote abstention procedures of respective related-party transactions. None of the parties to such transactions may circumvent the procedures for consideration and approval of related-party transactions and the procedures for information disclosure of the Company by concealment of such affiliation relationship or adoption of any other means.

Article 36 The Board of Directors of the Company shall organize relevant personnel for the preparation and disclosure of periodic reports in accordance with the relevant provisions of China Securities Regulatory Commission and Shanghai Stock Exchange on periodic reports.

The senior management of the Company such as managers, financial controllers, and secretary of the Board of Directors shall prepare a draft periodic report on a timely basis; the secretary of the Board of Directors shall submit the same to the directors, supervisors and senior management for review; the chairman of the Board of Directors shall convene and preside over the meeting of the Board of Directors to review the periodic report.

The directors and senior management of the Company shall sign a written confirmation opinion on the periodic report, clearly indicating whether they agree with the contents of the periodic report; the Board of Supervisors shall review the periodic report prepared by the Board of Directors, and explain by resolution of the Board of Supervisors whether the preparation and review procedures of the periodic report meet the conditions, and whether the contents are true, accurate and complete. The directors and senior management shall not refuse to sign such written opinions on periodic reports for any reason.

The accounting firm that regularly provides the audit opinions for the Company's periodic reports shall promptly and properly express the audit opinion, and shall not delay the audit work without due cause to affect the timely disclosure of the periodic reports in strict accordance with the professional standard for accountants and relevant regulations.

Article 37 In the event of a major event of the Company, when directors, supervisors and senior management are aware of the same, they shall immediately perform their reporting obligations to the chairman in accordance with the Company's regulations; the chairman shall report to the Board of Directors immediately after receiving the report, and urge the secretary of the Board of Directors to organize the disclosure of the temporary reports. The senior management such as the secretary of the Board of Directors shall prepare the draft temporary reports on a timely basis and serve it to the relevant departments for review in accordance with laws and regulations, regulatory documents and the Company's system; the secretary of the Board of Directors shall arrange the disclosure of the temporary reports after the review.

Article 38 The Company shall perform the following procedures when fulfilling its information disclosure obligations:

(I) The information disclosure obligor provides and carefully checks relevant information and materials;

(II) Relevant personnel produce the information disclosure documents;

(III) The secretary of the Board of Directors conducts a compliance review on the information disclosure documents;

(IV) The secretary of the Board of Directors submits the information disclosure document to the Shanghai Stock Exchange for review;

(V) To make an announcement of information disclosure documents on designated media;

(VI) The secretary of the Board of Directors archives the information disclosure documents and announcements.

When the Company submits the report to the regulatory authorities and the Shanghai Stock Exchange, the review procedure shall be subject to these procedures except item.

Article 39 When a rumor about the Company occurs in the market, the secretary of the Board of Directors shall organize Office of secretary of the Board of Directors to prepare a clarification announcement and disclose the same upon the approval of the chairman of the Board of Directors if the Shanghai Stock Exchange determines or the Company believes that it shall be clarified.

Article 40 The scope, method and process of internal report and notification for receiving relevant documents of the regulatory authorities. The scope of documents from regulatory authorities of which the Company shall report and notify the receipt includes, but without limitation to:

(I) Newly issued regulations, regulatory documents, and relevant business rules such as rules, by-laws, guidelines, and notices issued by the regulatory authorities;

(II) A decision document issued by the regulatory authorities that circulate a notice of criticism or above punishment;

(III) Any letter of supervision, letter of concern, letter of inquiry, etc. issued by the regulatory authorities to the Company. When the Company receives such documents, the secretary of the Board of Directors shall report to the chairman of the Board of Directors at first time. The chairman shall urge the secretary of the Board of Directors to promptly circulate a notice of the documents received to all directors, supervisors and senior management, except for special cases involving state secrets and commercial secrets.

Article 41 The directors, supervisors and senior management of the Company shall keep complete written records of the documents signed by its directors, supervisors and senior management when performing their information disclosure duties.

Article 42 The transfer and review documents concerning the disclosure of relevant information at the time of duty performing by the Company's directors, supervisors and senior management shall be kept by the secretary of the Board of Directors for the retention period of 10 years.

Article 43 The Company's information disclosure documents and announcements shall be kept by the secretary of the Board of Directors for the retention period of 10 years.

Article 44 Prior to the disclosure of financial information of the Company, the internal control system of financial management and accounting of the Company shall be implemented. The Company shall establish and implement internal control of financial management and accounting according to the provisions of the state competent financial authority. The Board of Director and the management shall check the establishment and implementation of such internal control and ensure the effective implementation of relevant control regulations.

Article 45 The financial and accounting statements in the Company's annual report shall be audited by an accounting firm that is qualified for securities and futures-related business and meets the requirements of the *German Securities Trading Act*.

Article 46 Where the financial and accounting statements are issued with a non-standard audit report in a periodic report, the Board of Director shall make a special explanation for the matters involving the audit opinion.

Article 47 The secretary of the Board of Directors shall organize and coordinate the information disclosure affairs of the Company, including preparing and providing relevant information disclosure documents, establishing a system for information disclosure, receiving visits, answering inquiries, contacting shareholders, and providing investors with information publicly disclosed by the Company, in order to urge the Company to disclose information in a timely, legal, authentic, accurate, complete and fair manner.

The Company shall ensure that the contact number of investors is unblocked and that a specially assigned person is designated for the reception work.

Article 48 The Company may create an opportunity for investors/analysts for the on-the-spot research and understanding of the Company by way of performance briefings, analyst meetings, road shows and reverse road shows, and investor surveys. According to the Frankfurt rules, the Company shall, in addition to the media briefings, hold at least one analyst meeting on its annual report. When communicating with relevant institutions and investors on business conditions, financial position and other events, the Company shall abide by the principle of fair information disclosure and shall not provide inside information to individual investors.

Article 49 When receiving investors and securities analysts or receiving media interviews, participants in information disclosure must be extremely cautious and refuse to answer certain questions if their individual or comprehensive answers are equivalent to providing unpublished price-sensitive information. No comments shall be made when it is required to confirm the market rumors involving sensitive information such as stock price, or detailed inquiries are made for undisclosed sensitive information such as stock price.

Article 50 The Company shall promptly monitor reports on the Company by domestic and foreign media. It shall be the responsibility and duty of the Company to notify relevant departments to take measures if major events are made known prior to formal disclosure, or there are rumors or there is information on the media that may have a material impact on the trading price of securities and derivatives of the Company. The Company shall also seek truth from all sides and make inquiries in writing whenever necessary. The Company shall assist relevant departments to provide public written clarification or formal disclosure in accordance with the specific circumstances.

Article 51 The chairman of the Board of Directors and other members, members of the General Manager team and other persons designated by the Company shall seek advice from the secretary of the Board of Directors in the perspective of information

disclosure before receiving investors, securities analysts or being interviewed by the media.

Article 52 The information disclosure obligor shall provide all the materials related to the practice to the sponsors and securities service agencies it employs, and ensure that the information is true, accurate and complete. Refusal, concealment or false information shall not be permitted.

The sponsors and securities service agencies that issue special documents for the information disclosure obligor to perform information disclosure obligations refer to the sponsors, accounting firms, asset assessment agency, law firms, financial advisory institutions, and credit rating agencies to produce and issue sponsorship letters, audit reports, asset evaluation reports, legal opinions, financial advisory reports, credit rating reports, etc. for securities business activities such as securities issuance, listing, and trading.

Article 53 The members of the Board of Directors and the secretary of the Board of Directors shall attend the appointments of the China Securities Regulatory Commission and the Shanghai Stock Exchange in a timely manner. The Board of Directors shall reply to the regulatory letters from the China Securities Regulatory Commission and the Shanghai Stock Exchange and other inquiries at the given time.

Article 54 The information disclosure work and related personnel of the Company shall be subject to the supervision of the China Securities Regulatory Commission and the Shanghai Stock Exchange.

Article 55 The Company shall take strict confidentiality measures for material information that is undisclosed.

The Company shall prepare a list (hereinafter referred to as the “Internal Personnel List”) in accordance with the *European Anti-Manipulation Rules*, listing the persons who have access to inside information, and the persons who work for such persons according to the labor contract or persons who have access to inside information by performing job duties, including their consultants, accountants or rating agencies; the Company shall promptly update the Internal Personnel List and provide the same with the least delay when required by the Federal Financial Supervisory Authority.

Article 56 Insiders of inside information of the Company include institutions and individuals who are aware of the Company's undisclosed material information that may affect the price of the securities market.

Article 57 Insiders of inside information of the Company shall be obliged to keep confidential the undisclosed material information they are aware of, and shall not disclose it in any form without authorization.

Article 58 The Company and relevant information disclosure obligors shall strictly manage the internal publications, websites, and promotional materials to prevent the disclosure of undisclosed material information in the above materials.

Article 59 If any undisclosed material information is leaked before the announcement, the Company and the relevant information disclosure obligor shall remind the person who has obtained such information to strictly keep the same strictly confidential, and shall not buy or sell securities of the Company until the relevant information is officially announced.

Article 60 If a major event stipulated in Article 15 of the Regulations occurs in a controlling subsidiary of the Company, which may have a great impact on the trading price of the Company's securities and derivatives, the Company shall perform its information disclosure obligations.

Article 61 If a participating company of the Company has an event that may have a material impact on the trading price of the Company's securities and its derivative products, the listed company shall perform its information disclosure obligations.

Article 62 The officers in charge of departments of the headquarters and the branches and subsidiaries of the Company are the first responsible persons of the information report, and the designated contact person for information disclosure of the departments and the companies. They are responsible for reporting information to the secretary of the Board of Directors.

Article 63 The officers in charge of each departments of the headquarters and the branches and subsidiaries of the Company shall supervise and urge the departments or the companies or company to strictly implement the information disclosure management and reporting system, in order to ensure that major information that should be disclosed by the department or the company is promptly reported to the Company's information disclosure management department or the secretary of the Board of Directors.

Article 64 Before the Company prepares the annual report, interim reports and quarterly report, the subsidiaries shall submit relevant information to the secretary of the Board of Directors or other relevant senior management to ensure that its annual report, interim reports and quarterly report reflect relevant situation of the Company completely and accurately; if the subsidiaries occur any major event which may have a great impact on the trading price of the Company's securities and derivatives, or the participating companies occur any event which may have a great impact on the trading price of the Company's securities and derivatives, the subsidiaries or the participating companies shall reported such event to the secretary of the Board of Directors in a timely manner, and the secretary of the Board of Directors shall perform the information disclosure obligations in accordance with the information disclosure obligations of the Company.

Article 65 The directors, supervisors and senior management of the Company shall be responsible for the truthfulness, accuracy, completeness, timeliness and fairness of the Company's information disclosure unless there is sufficient evidence to show that they have performed their due diligence obligations.

The chairman, manager and secretary of the Board of Directors of the Company shall assume the primary responsibility for the truthfulness, accuracy, completeness, timeliness and fairness of information disclosure of the Company's temporary reports.

The chairman, manager and financial controller of a listed company shall assume the primary responsibility for the truthfulness, accuracy, completeness, timeliness and fairness of the Company's financial reports.

Article 66 The information disclosure obligor with any of the following conditions shall be legally accountable in accordance with laws and regulations:

(I) Failing to perform the information disclosure obligation within the given time limit, or the information disclosed has false records, misleading statements or major omissions;

(II) Failing to submit the relevant report within the given time limit, or the report submitted has false records, misleading statements or major omissions;

(III) Evading information disclosure and reporting obligations by concealing affiliation relationships or by other means;

(IV) Other violations of laws and regulations related to information disclosure.

Article 67 If any institution or individual divulges the inside information of the listed company, or uses the inside information to purchase and sell securities and their derivatives, or compiles or disseminates false information to disrupt the securities market, or makes false statements or misleading information in the trading activities of securities and their derivatives, the Board of Directors shall punish such officer by the seriousness extent and the losses and impacts caused to the Company, and legal liability shall be investigated by laws and regulations.

Article 68 Management transactions

The officers in charge of the management of the Company (hereinafter referred to as the "Management") and the person closely related to such officers (such as his/her spouse or children) shall inform the Company and the Federal Financial Regulatory Authority of Germany of their participation in transactions involving the shares, bond securities, financial derivatives or other related financial instruments of the Company (hereinafter referred to as the "Management Transactions") in accordance with the *European Anti-Manipulation Rules*.

The above notification obligation is not required if the amount of management transactions in a calendar year does not exceed Euro 5,000.

The Company shall publish the management transactions in accordance with the *European Anti-Manipulation Rules* within 3 working days after the occurrence of such management transactions.

Within 30 days before the announcement of the Company's interim report or annual report in accordance with the rules of its stock exchange place or relevant international laws, the management shall not conduct any transactions directly or indirectly in its own name or a third party concerning the Company's shares, bond securities, financial derivatives or other relevant financial instruments.

In exceptional circumstances, the management shall be allowed by the Company to conduct transactions in its own name or in the name of a third party within a certain period of time (as the case may be).

Article 69 Where the transfer of shares in a high proportion (i.e. the transfer of bonus shares or increase of shares with surplus or capital accumulation funds, in the total proportion of five or more bonus shares for each 10 shares, hereinafter referred to as the "high bonus") is involved, the Company shall disclose the high bonus scheme in accordance with relevant regulations such as the *Guidelines of Shanghai Stock Exchange for Listed Companies' Disclosure of High Bonus Information Disclosure*. The Company shall plan, disclose and implement the high bonus scheme in accordance with the relevant laws and regulations, the *Accounting Standards for Enterprises* and the *Articles of Association*.

Article 70 When disclosing information, the Company shall, in accordance with the *Index Table of Announcement Categories* published by the Shanghai Stock Exchange, make the one-stop disclosure as required for such information within the scope of the one-stop announcement in the *Index Table of Announcement Categories*; for such information beyond the scope of the one-stop announcement, it shall be disclosed in accordance with the relevant regulations of the Shanghai Stock Exchange.

Article 71 The Regulations shall be subject to the interpretation of the Board of Directors.

Article 72 The Regulations shall be amended by the Board of Directors in accordance with the changes in national laws and regulations.

Article 73 These Regulations shall take effect after approved by the Board of Directors of the Company.

Article 74 If the Regulations are contrary to the laws, regulations and regulatory rules promulgated by the state in the future, the *Rules Governing the Listing of Stocks*

on Shanghai Stock Exchange, the relevant listing rules of the Frankfurt Stock Exchange, or the provisions of the *Articles of Association* modified through legal procedures, the latter shall prevail.

Qingdao Haier Co., Ltd.

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