

# **momo.com Inc.**

## **Codes of Business Conduct and Ethics**

### **Article 1 Purpose**

The Codes of Business Conduct and Ethics is hereby developed for the directors, managers and other employees to act in compliance with these codes of ethics and provide more understanding on the corporate ethics standards to the company stakeholders.

### **Article 2 Scope of Application**

This Codes of Business Conduct and Ethics apply to the directors, managers and employees of the Company. The aforementioned scope of applicable is hereinafter referred to as the “Personnel”.

### **Article 3 Principles of Integrity and Credibility**

The Personnel should perform duties in compliance with the laws, regulations and provisions prescribed under these Codes. The Personnel shall also uphold to proactive measures, and serious and responsible attitude, discard parochialism, value teamwork, and abide by the principles of integrity and credibility in pursuit of high level of ethics and conduct standards.

### **Article 4 Prevention of Conflicts of Interests**

The Personnel shall perform duties in an objective and efficient manner, and such Personnel may not take advantage of their position in the company to obtain improper benefits for themselves or their spouses, parents, children, or relatives within the third degree of kinship.

In case the affiliated business of the foregoing Personnel and the Company involve in the loaning borrowing or guarantee, material asset transactions, and purchase (sales) of inventory or products, the relevant Personnel shall voluntarily explain to the Company for any potential conflict of interests related to the Company. The Company shall also resort to the ratification by the competent supervisor of higher management so as to prevent conflict of interests.

### **Article 5 Prohibition of Pursuit of Self-Interest**

The Personnel should be obliged to increase the proper and legitimate benefits to be obtained by the Company in times of potential profitability opportunity. The Personnel shall not involve in any of the following matters:

1. Use company property, information or take advantage of the position held with the intentional pursuit of self-interest or in pursuit of self-interest.
2. Compete with the Company.

### **Article 6 Obligations of Confidentiality**

1. The Company employees shall be obliged to perform duties of confidentiality on the information related to the Company or customers of purchase (sales), unless

otherwise for disclosed with authorization or required by laws or regulations. Such information for confidentiality may include non-public information that could be harmful to the Company or the clients once used by the competitors or disclosed.

2. The Personnel shall strictly maintain duties of confidentiality for the known or acquired confidential information, technical data, personal data, or other non-public information and intelligence from the users related to the Company and/or affiliated business, affiliated business and/or any other third party (the aforementioned information, regardless oral or written, shall be marked with “confidentiality”). With the exception for necessary use of duty performance, the Personnel may not inquire or use such information without authorization. The Personnel may not replicate the confidential information or make copies of confidential information without the written consent from the Company in advance. Moreover, the Personnel shall not disclosure, notify, deliver or transfer the said information via any means or publish such information in any form.

#### Article 7

##### **Fair Trade**

1. The Personnel shall treat the Company’s customers of purchase (sales), competitors and employees fairly and may not obtain improper benefits through the manipulation, concealment and abuse of information acquired from the position, false statement on material matters, or other unfair trade.
2. The Personnel shall comply with the ethics standards and principles of fair trade required by the Company, when engaging in daily work and operation performance. The Personnel shall pay special attention to the following matters when accepting gifts or entertainment from suppliers affiliated with the Company:
  - (1) The Personnel may not request or agree on the acceptance of bribery, rebate, gift, or other improper benefits from the suppliers by taking advantages of their positions.
  - (2) The Personnel is advised to decline the gifts or entertainment from the suppliers in case such gift or entertainment is clearly in violation of social etiquettes or customs. The Personnel is also strictly prohibited from accepting gifts in cash or negotiable securities.
  - (3) In case the Personnel discovers the gift or entertainment from the suppliers in violation of social etiquettes or custom due to force majeure or after the occurrence, the Personnel shall report directly to their competent superior and notify the senior manager of audit for subsequent handling accordingly.

#### Article 8

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

All Company employees shall be obliged to protect the Company’s assets and ensure their efficient and legitimate use of company assets for business operations, thereby prevent theft, negligence or waste.

#### Article 9

##### **Compliance with Laws and Regulations**

The Personnel shall comply with all laws, regulations and company policies

governing the corporate activities. Moreover, the personnel shall comply with the laws and rules pursuant to the prevention of insider trading prescribed under the Security Exchange Act. The Personnel may not engage in related security transactions when in control of the material and undisclosed information of the Company.

Article 10 **Encouraging Reporting of any Illegal Acts or Unethical Conducts:**

Employees shall voluntarily report to the Audit Committee, managers, internal audit, supervisors or other competent supervisors in case of suspecting or discovering violation of the laws and regulations or the Codes. Employees shall also provide adequate information for the Company to handle the matters properly. The Company shall maintain confidentiality on the cases reported and endeavor to protect the safety of the informer.

Article 11 **Discipline Measures and Remedy**

When the directors and managers violate the Codes of Business Ethics and Conducts, the Company shall handle the matter in accordance with disciplinary measures prescribed in the code. The Company shall establish a relevant complaint system to provide the violators of the codes with remedies in accordance with the relevant laws and regulations.

Article 12 **Disclosure**

The Company shall disclose the Codes of Business Ethics and Conducts on the annual report, Prospectus and Taiwan Market Observation Post System. The same procedures shall apply to revision.

Article 13 **Implementation**

The Codes shall be enacted after the adoption by a resolution of the board of directors. The Code shall be submitted to the Audit Committee and reported to the shareholders meeting thereafter. The same procedures shall apply to revision.