



中國華君集團有限公司  
CHINA HUAJUN GROUP LIMITED

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### 中國華君集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 377)

## ANTI-CORRUPTION POLICY

### 反貪污政策

#### 1. POLICY STATEMENT 政策聲明

- 1.1. China Huajun Group Limited (the “**Company**”) together with its subsidiaries (collectively the “**Group**”) believes that integrity is one of the core values towards our continued success, which comes with an honest corporate culture. The Group is committed to upholding high standards of business integrity, honesty and transparency in all its business dealings.

中國華君集團有限公司（「**本公司**」）及其附屬公司（統稱「**本集團**」）認為誠信是我們持續成功的核心價值觀之一，繼而決心建立具誠信的企業文化。本集團致力在其所有業務交易中，維持高水平的業務誠信、誠實與透明度。

- 1.2. The Group has zero tolerance towards any form of corruption and related malpractice. The Group prohibits the solicitation and acceptance of bribes or improper advantages from others in relation to the Group’s business affairs, whether in Hong Kong or elsewhere. The Group prohibits the offering of bribes or improper advantages to agents of others in carrying out the Group’s business, and the offering of advantages to public servants while having business dealings with their organisations, whether in Hong Kong or elsewhere.

本集團對貪污及相關的舞弊行為採取零容忍態度。本集團禁止在香港或其他地方就本集團的業務向他人索取和收受賄賂或不正當利益。本集團禁止在開展本集團業務時向他人的代理人提供賄賂或不正當利益，以及在與香港或其他地方的組織進行業務往來時向公務員提供利益。

- 1.3. The Board is accountable to the implementation of the anti-corruption efforts of the Group. Directors and senior management of the Group are responsible for ensuring the effective implementation and in particular, the monitoring and investigation of any material fraudulent or bribery activities committee within the Group.

董事會為實施集團的反欺詐及反賄賂負全責。本集團董事及高級管理人員負責確保政策有效實施，尤其是監察及調查集團內的任何重大欺詐或賄賂活動。

- 1.4. This policy applies to the Group and to all directors, senior management, officers and employees of the Group (which for these purposes includes temporary or contract staff) (the “**Employees**”) as well as third parties acting on behalf of the Group (e.g. agents, suppliers, consultants, contractors, etc.).

本政策適用於本集團及集團所有董事、高級管理人員、行政人員及僱員（就此目的包括臨時或合約員工）（「僱員」）以及代表本集團行事的第三方（例如：代理人、供應商、顧問、承辦商等）。

- 1.5. Employees are required to adhere to this policy, as well as any additional requirements set by their employing company or by local law (which may be stricter than those set out in this policy), the breach of which may lead to disciplinary action that might ultimately result in termination of employment and/ or personal civil or criminal action.

所有僱員均須遵守本政策以及其受聘公司或當地法律所制訂的任何額外規定（可能較本政策更為嚴格），違反者可能遭採取紀律行動，最終可能遭解僱及／或個人民事或刑事訴訟。

## 2. PREVENTION OF BRIBERY ORDINANCE 防止賄賂條例

- 2.1. The purpose of this policy is to provide guidance to Employee in situations where advantages may be solicited, offered or accepted. However, it is the responsibility of each employee to ensure that he complies with the letter and spirit of the Prevention of Bribery Ordinance (Cap. 201 of Laws of Hong Kong) (the “**POBO**”) or any other applicable anti-bribery laws. Employee should note that this policy does not bind the Independent Commission Against Corruption (ICAC) or the Department of Justice with whom the decision to investigate and prosecute lays. Ultimately, the decision as to whether an offence has been committed is a matter for the courts. For the avoidance of doubt, the Group does not, by virtue of issuing this policy, give any advice or assume any responsibility to any person for any proceedings that may be brought under the POBO or any other applicable anti-bribery laws.

本政策旨在向僱員提供索取、接受或提供利益的指引。然而，每名僱員有責任確保其遵守《防止賄賂條例》（香港法例第 201 章）或任何其他適用的反賄賂法規的條文和精神。僱員應注意，本政策對負責調查和檢控決定的廉政公署或律政司不具約束力。歸根結底，法庭負責裁決是否犯下罪行。為釋疑起見，本集團不會因發布本政策而就根據《防止賄賂條例》或任何其他適用的反賄賂法規

可能提起的任何訴訟向任何人提供任何建議或承擔任何責任。

## 3. GENERAL POLICY 一般政策

- 3.1. The Group prohibits all forms of bribery and corruption. Employees are prohibited from soliciting, accepting or offering any bribe in conducting the Group’s business or affairs, whether in Hong Kong or elsewhere. In conducting all business or affairs of the Group, they must comply with the POBO and must not:

本集團禁止任何形式的貪污賄賂行為。不論是在香港或其他地區，所有僱員在執行集團事務時，均不可向任何人士索取、接受或提供賄賂。在執行集團任何事務時，僱員必須遵守《防止賄賂條例》及不可：

- a. solicit or accept any advantage from others as reward for or inducement to doing any act or showing favour in relation to the Group’s business or affairs, or offer any advantage to an agent of another as a reward for or inducement to doing any act or showing favour in relation to his/her principal’s business or affairs;

索取或接受他人的利益，作為作出任何與本集團事務有關的行為或對他人在本集團事務上予以優待的報酬或誘因；或提供任何利益予其他人的代理人以作為其作出與其主事人業務有關的行為或在其主事人業務上給予他人優待的報酬或誘因；

- b. offer any advantage to any public servant (includes government/ public body employee) as a reward for or inducement to his performing any act in his/her official capacity or his/her showing any favour or providing any assistance in business dealing with the government/ a public body; or

向公職人員（包括政府及公共機構的職員）提供任何利益，作為該人員作出任何與其公職有關的行為或在其政府部門或公共機構事務上提供優待或協助的報酬或誘因；或

- c. offer any advantage to any staff of a government department or public body while they are having business dealing with the latter.

在與任何政府部門或公共機構進行事務往來時，向任何政府部門或公共機構的成員或職員提供利益。

### 3.2. Definition of advantages which includes but not limited to:

「利益」的定義，包括但不限於：

- a. gifts, both of money and in kind;  
禮物，包括現金和實物；
- b. discounts (including vouchers or coupons expressed to have monetary value in exchange for which goods to that value may be obtained and also including goods so obtained);  
折扣（包括具金錢價值的現金券或贈券，以換取某價值的商品，亦包括以此獲得的商品）；
- c. loans of money;  
貸款；
- d. air, sea and overland passage; and  
海、陸及空的交通；
- e. commission, employment, contract, service, etc.  
傭金、受僱工作、合約、服務等。

### 3.3. Employee should decline to accept an advantage if:

僱員應拒絕接受他人的利益，若

- a. the acceptance could affect employees' objectivity or induce them to act against the Employer's interests;  
接受可能會影響員工的客觀態度或誘使他們採取違背僱主利益的行為；
- b. the acceptance could lead to questions or complaints of bias, favouritism or impropriety; and  
接受可能會導致出現偏見、偏袒或不當行為的質疑或投訴；

- c. Employee feel that he would be obliged to reciprocate an advantage by returning a favour in connected with any business dealing.

僱員認為他有義務在商業交易中提供好處來回報有關人情。

- 3.4. Employee are prohibited from offering advantages to any director, staff member or agent of another company or organisation, for the purpose of influencing such person in any dealing, or any public official, whether directly or indirectly through a third party, when conducting the Group's business. Even when an offer of advantage carries no intention of improper influence, it should be ascertained that the intended recipient is permitted by his employer/ principal to accept it under the relevant circumstance before the advantage is offered.

僱員在執行本集團事務時，均不得在直接或間接經第三者的情況下，向另一間公司或機構的任何董事、職員或代理人提供利益，以影響該人士在其業務上的決定，或在與政府部門或公共機構進行任何事務往來時，向任何該政府部門或公共機構的成員或職員提供利益。即使所提供的利益不帶有不當影響的動機，僱員亦應在提供利益之前確定擬接受利益者乃獲得其僱主或主事人的許可接受利益。

- 3.5. Entertainment (i.e. food or drink provided for immediate consumption on the occasion, and any other entertainment provided at the same time) as defined in the POBO is not an advantage for the purposes of that POBO. However, this does not mean that Employees are free to accept lavish or unreasonably generous or frequent entertainment, or indeed any entertainment that is likely to lead to the embarrassment of the employees in the discharge of their official duties or to bring the Employees or the Group or its employees into any disrepute or lead to any real or apparent conflict of interests.

款待（供應在當場享用的食物或飲品，以及任何與此項供應有關或同時提供的其他款待）於《防止賄賂條例》的定義中並非界定為利益。但並不意味着僱員可隨便接受過於奢華或不合理豐盛或頻密的款待，該款待或導致僱員在履行公務時感窘迫，或使僱員或本集團或其僱員名譽受損或導致任何實際或明顯的利益衝突。

- 3.6. Facilitation payments (i.e. unofficial payments demanded in return for speeding up or securing the performance of routine government actions, such as obtaining visas, permits or licences) are prohibited.

本集團禁止給予疏通費（即要求非正式付款以換取加快或確保執行政府日常行動，如取得簽證、許可證或牌照）。

- 3.7. Except for normal banking facilities, Employee and his/her immediate family members (spouse and children) are not allowed to accept loans from or provide or guarantee loans to any individual or organisation that has official dealings with the Group.

除一般銀行融資外，僱員及其直系親屬（配偶和子女）不得接受與本集團有正式往來的任何個人或組織的貸款或提供或擔保貸款。

- 3.8. Employee is advised not to engage in frequent and excessive gambling of any kind, including games of mahjong, with persons having business dealings or a business relationship with the Group. In social games with customers, contractors or suppliers, employees must exercise judgment and withdraw from any high stake games.

僱員建議不要與有業務往來或與本集團有業務關係的人進行任何形式的頻繁和過度賭博，包括麻雀。在與客戶、承包商或供應商的社交娛樂時，員工必須做出判斷並撤出任何高風險遊戲。

- 3.9. Employees should ensure that all records, receipts, accounts or other documents they submit to the Group give a true representation of the facts, events or business transactions as shown in the documents. Intentional use of documents containing false information to deceive or mislead the Group, regardless of whether there is any gain or advantage involved, may constitute an offence under the POBO.

僱員應確保所有提交本集團的記錄、收據、帳目或其他文件，內容對所載事件或商業交易如實報告。如董事或職員刻意使用載有虛假資料的文件以欺騙或誤導本集團，則不論他們有否獲取任何得益或利益，均可能觸犯《防止賄賂條例》。

- 3.10. Where an advantage is voluntarily given and the offeror has official dealings with the Group, Employee could consider accepting it only if:

當與本集團有業務往來的饋贈人自願送贈的利益，僱員只可在以下情況下考慮接受：

- a. it is not on account of his/her performing or not performing particular acts in his/her capacity as Employee;

不會為此原故，在其以僱員身分行事時，履行或不履行某特定行為；

- b. he/she will not feel obliged to do something in return for the offeror;

他/她不會感到有責任回報對方；

- c. he/she is able to openly discuss the acceptance without reservation;

他/她能夠毫無保留地公開討論其接受該利益；

- d. the nature (e.g. advertising or promotional gifts or lucky money given during festive occasions) of the advantage is such that refusal could be seen as unsociable or impolite; and

利益的性質（例如，宣傳或推廣禮物或傳統節日中給予的利是），若拒絕可能視為不合群或不禮貌；及

- e. under the following conditions:

符合以下條件：

- i. advertising or promotional gifts not exceeding HK\$2,000 in value;

價值不超過港幣二千元之宣傳或推廣禮物；

- ii. non-cash gifts not exceeding HK\$2,000 in value presented to them attending social functions on behalf of the Group;

代表本集團出席的社交場合中獲贈價值不超過港幣二千元之非現金禮物；

- iii. gifts not exceeding HK\$2,000 in value presented to them during Chinese New Year, Christmas or festive occasions when gifts are traditionally exchanged;

在農曆新年、聖誕節或傳統上會交換禮物的節日中，獲贈價值不超過港幣二千元之禮物

- iv. discounts which are equally available to other persons outside; or

同樣適用於其他人的折扣；或

- v. cash gifts or lucky money not exceeding HK\$1,000.

不超過港幣一千元之現金禮物或利是。

- 3.11. Acceptance of non-cash gifts exceeding HK\$2,000 in value must be approved by the Head of Division/Department, the Director or the Managing Director.

接受超過港幣二千元之非現金禮物必需獲得部門／分部主管、董事或常務董事的批准。

- 3.12. It is the responsibility of every Employee to understand and comply with this policy, whether performing his duties of the Group in or outside Hong Kong. Managers and supervisors should also ensure that the staff under their supervision understand well and comply with this policy.

每名僱員，不論他是在香港或其他地方執行本公司的事務，都有責任瞭解及遵守本政策的內容。管理階層亦須確保下屬充分明白及遵守本政策所訂的標準和要求。

- 3.13. Any Employee in breach of this policy will be subject to disciplinary action, including but not limited to termination of appointment. Any enquiries about this policy should be made to Human Resources Department.

任何僱員違反本政策，均會受到紀律處分，包括遭解僱。如對本政策有任何查詢，可向人事部提出。

#### **4. COMPLIANCE WITH THE LAWS OF HONG KONG AND IN OTHER JURISDICTIONS**

##### **遵守香港及其他司法管轄區的法例**

- 4.1. Employees must comply with all local laws and regulation when conducting the Group's business, and also those in other jurisdictions when conducting business there or where applicable.

僱員在香港或其他司法管轄區辦理本公司事務時，須遵守香港／當地的法例及規例，以及其他適用的法例及規例。

#### **5. REPORTING OF BRIBERY OR CORRUPTION 舉報賄賂及可疑活動**

- 5.1. In case of suspected corruption or other criminal offences, a report should be made to the appropriate authority. Please refer to the Whistleblowing Policy which provides a mechanism for Employees and those who deal with the Group to raise concerns on any suspected impropriety, misconduct or malpractice through confidential reporting channels.

若僱員知悉任何實際或懷疑違反本政策的情況，他／她必須舉報此等事故。請參閱舉報政策，該政策為僱員及與本集團進行交易之人士提供機制，透過保密舉報渠道就任何懷疑屬不當行為、舞弊及違規情況表達疑慮。

## **6. LANGUAGE**

6.1. This policy is available in both English and Chinese. In case of any discrepancies between the English and Chinese versions, the English version shall prevail.

本政策有英文及中文兩種版本。如兩者之間有任何歧異，概以英文版本為準。

Approved by the Board on 1 November 2022.

董事會於二零二二年十一月一日批核。