

FUJIKON INDUSTRIAL HOLDINGS LIMITED

富士高實業控股有限公司*
(incorporated in the Bermuda with limited liability)
(於百慕達註冊成立之有限公司)

ANTI-CORRUPTION POLICY

1. Operating principles

The Company and its subsidiaries (“Group”) support a culture of high standard of integrity, ethical conduct, fairness, honesty and openness when doing business, and zero tolerance of bribery. The business benefits of (i) rejecting bribery; and (ii) including reputational customers and suppliers, in order to maintain and boost confidence in the Group’s business partners.

2. Implementation operating principles

The Group is committed to conducting all its businesses with integrity and fairness. This policy applies to all employees of the Group at all levels (“Employees”), external parties which conduct business with the Group (such as suppliers and customers) and those acting in an agency or fiduciary capacity on behalf of the Company (such as agents, consultants and contractors) (collectively, “Relevant Persons”). The Relevant Persons, in particular all Employees, are expected to maintain the highest standards of professionalism in all their dealings with others. All Relevant Persons must comply with all applicable legal requirements, including but not limited to the Prevention of Bribery Ordinance (Cap.201) (“Ordinance”) and the other laws of Hong Kong as amended from time to time.

3. Conflicts of interests

A conflict of interest arises where a person’s private interests interfere with the proper discharge of his/her official duties. The Group is committed to conducting its businesses without conflicts of interest and this policy requires all Relevant Persons, in particular all Employees, to avoid any situation which may lead to an actual or perceived conflict of interest without prior consent. Such consent should be sought in the first instance from the managing director of the relevant subsidiary of the Company that the Relevant Person is employed by. Set out below is a non-exhaustive list of circumstances that would potentially give rise to a conflict of interest:

- Becoming a member of a board of any non-affiliated commercial, financial or industrial organisations; ;
- An Employee or his/her any close relative or any company controlled by such Employee and/or close relative thereof (“Connected Person) negotiating or transacting business with the Group; and
- Having an interest in a company (other than as a holder of securities in a company whose securities are listed on any stock exchange) which either competes with or has business dealings with the Group.

** for identification purpose only*

4. **Bribery**

The Group believes that conducting business with integrity is critical to continuing to develop the Group as a successful, sustainable and responsible business group. Corruption hinders economic, social and political development and process. Any form of bribery or corruption, money laundering and financing of terrorism, whether in Hong Kong or elsewhere, is a serious offence and may expose the Group to significant fines and other penalties, and individuals to imprisonment, and could damage the Group's reputation and business.

A. **Offering or acceptance of gifts**

Relevant Persons should not solicit or accept or give any advantage (as defined in Section 2 of the Ordinance) to/from (where applicable) any person or company having business dealings with the Group.

B. **Entertainment and corporate hospitality**

Although entertainment is an acceptable form of business and social behaviour, Employees should not accept lavish or frequent entertainment from persons with whom the Group has business dealings if, by doing so, it might be perceived that they are placing themselves in a position of obligation to the offeror. When giving entertainment, company functions are normally preferable to entertaining individuals, though this does not preclude meals and similar entertainment of moderate expense for individuals with whom the Group has dealings. The business purpose of entertainment and corporate hospitality should be documented.

Employees should be particularly vigilant concerning entertainment offered to them outside Hong Kong and turn down invitations to meals or entertainment that are excessive in nature or frequency and appear to have no or minimal business purpose. It should be noted that any free trips or travelling expenses are considered as Advantages. Without the prior consent of the Group, acceptance of these advantages is strictly prohibited.

C. **Travel & accommodation**

Travel and accommodation expenses incurred on behalf of a person or company (including a government official or a government entity) that are directly related to promoting, demonstrating, explaining, or certifying the Group's products or services, may be proper. In practice, for purposes of promoting, demonstrating or explaining its services, the Group may occasionally invite a person or company (including a government official) to travel to its facilities, offices and site tours, product demonstrations or business meetings at the Group's expense. The Group may reimburse such persons or organisations for reasonable and bona fide expenditures directly related to any such purpose, such as travel or lodging expenses. Reimbursed travel expenses may include the reasonable cost of such person or organisation's transportation, meals, lodging and entertainment.

D. **Charitable donations**

Use of the Group's resources to make or solicit contributions to any charitable or other organisations, if done in accordance with applicable laws and regulations, is appropriate. Nevertheless, care must be taken to ensure that such activities do not create, or appear to create, an improper advantage (as defined in Section 2 of the Ordinance).

E. **Political activities and contributions**

Employees may participate in political activities on an individual basis. The Group will not reimburse any personal political contributions. Employees shall not make any political contribution (either in cash or in kind) on behalf of the Group. In participating political activities, Employees must at all time comply with applicable laws and regulations.

Any Employee who is offered any advantage as an inducement to or reward for or otherwise on account of his/her doing or forbearing to do, or having done or forborne to do, any act in relation to the Company's affairs or business must report this to his/her immediate supervisor or department head. Then the employee's immediate supervisor must report it to the director of the Company ("Director") who will decide the appropriate action to be taken. A record shall be kept stating the nature, purpose, value (if known) and date of the business courtesy and also details of the giver/receiver of the business courtesy. No business courtesies shall be kept "off-book" to facilitate or conceal improper payments. No artificial, inaccurate, incomplete, false or misleading entries in the books, records, or accounts are permitted.

Without prejudice to any claim in respect of the losses and damage suffered by the Group, an employee who has been found in breach of this policy will be summarily dismissed by the Group. If the circumstances require, the Group may also report it to the Independent Commission Against Corruption ("ICAC").

5. Due diligence and keeping of records

The Group is committed to dealing with its customers and suppliers in a fair and honest and professional manner, while seeking best value for the business. Potential customers and suppliers are treated on an equal basis and no unmerited favouritism is to be shown. The Group conducts its procurement practices in a fair and transparent manner and all Employees must act with due care and diligence when evaluating prospective contractors and suppliers.

The Group will not deal with contractors and suppliers and other potential business partners known to be paying bribes and/or engaging in corrupt activity. Appropriate levels of diligence are to be conducted by adequately skilled persons in the selection and renewal of new and existing contractors and suppliers and other business partners (such as a joint venture partner) commensurate with the bribery risk associated with a particular relationship. Factors to be considered shall include, but not limited to, types of products and services involved, geographical locations involved etc..

The Group is committed to keeping proper records and following sound accounting policies. All company books, records, accounts, invoices and other documents must be created and maintained so as to reflect fairly and accurately and in reasonable details the underlying transactions and the disposition of company business. All relevant expenses should be properly approved and recorded in the financial records. All relevant documents shall be retained for at least five years.

The Group strictly prohibits all Employees from using any false, erroneous or defective document (including receipt and account) to deceive the Group or any of the Relevant Persons.

6. Whistle-blowing

All Relevant Persons are encouraged to report improprieties in accordance with the Group's whistleblowing policy.

7. Training

All Employees should receive anti-bribery training. All Employees should attend anti-bribery training at least once every two years (except that those who need to handle cash or are involved in the decision making process of any business transactions should attend such training on an annual basis).

8. Compliance with this policy

Relevant Persons must comply with this policy. Individuals who breach the policy will be subject to disciplinary action, which may include termination of employment. In cases of suspected corruption or other criminal offences, a report will be made to the ICAC or the appropriate authorities, as considered appropriate.

Relevant Persons should not seek to avoid these provisions by using agents, partners, contractors, family members, controlled companies or parties acting on their behalf.

9. Periodic review

This policy shall be reviewed and amended (if necessary) by the board of directors of the Company from time to time to ensure it is operating effectively.

Approved by the Board: 29 June 2022