



ANTI-CORRUPTION POLICY

Paliburg Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) is committed to upholding a high standard of business integrity, honesty and transparency in all business dealings of the Group and requiring all employees of the Group to conduct themselves with integrity, in an ethical and proper manner. The Group strictly complies with applicable laws and regulations. This Anti-Corruption Policy is to provide guidance to all directors and employees of the Group (the “**Employees**”).

1. Prohibition on Improper Payments and Other Forms of Bribery

- 1.1 Improper payment schemes including kickbacks on any portion of contract payments or soft dollar practices are prohibited. The Group prohibits any form of bribery, corruption or money laundering.
- 1.2 Employees are required to conduct themselves with integrity, in an ethical and proper manner, and in compliance with all applicable laws and regulations of the jurisdictions in which the Group operates, including anti-bribery laws.

2. Prohibition on Soliciting and/or Accepting Advantages

- 2.1 Under the Prevention of Bribery Ordinance (Cap. 201), ‘advantage’ means:
 - (a) any gift, loan, fee, reward or commission consisting of money or of any valuable security or of other property or interest in property of any description;
 - (b) any office, employment or contract;
 - (c) any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;
 - (d) any other service or favour (other than relatively minor entertainment), including protection from any penalty or disability incurred or apprehended or from any action or proceedings of a disciplinary, civil or criminal nature, whether or not already instituted;
 - (e) the exercise or forbearance from the exercise of any right or any power or duty; and

- (f) any offer, undertaking or promise, whether conditional or unconditional, of any advantage within the meaning of any of the preceding paragraphs.
- 2.2 Solicitation of any advantage by an Employee from customers, contractors, suppliers, government officials or any person in connection with the Group's business is prohibited.
- 2.3 Facilitating work process or payment (i.e. unofficial payment, or anything of value, gift or benefit of any kind, offered or given with the purpose to expedite the performance of a routine or influence a decision or action) is prohibited.
- 2.4 Provided only if the advantage is not given to influence any business decision or the performance of his or her duties, an Employee is permitted to accept the following:
- (a) Non-cash gifts or lucky draw prizes not exceeding HK\$500 in value when attending social occasions on behalf of the Group. Acceptance of non-cash gifts or prizes of whatever value must be declared to the Group Human Resources Department;
 - (b) Hampers during festive seasons (when such hampers are traditionally exchanged), provided that such hampers shall not be lavish or unreasonably generous. For all hampers of whatever value, Employees must declare them to the Group Human Resources Department. For hampers received by Employees in the Group Human Resources Department, they shall be declared to the Executive Director-in-charge of the Human Resources Department; and
 - (c) Commercial discounts which are equally available to all Employees within the Group or to other persons outside the Group.
- 2.5 The Group does not allow Employees to accept gifts from tenants, licensees, occupiers, visitors or third parties in relation to any external organisation's contracts, including contracts tendered by government entities and quasi-government entities.
- 2.6 If an Employee suspects the acceptance of an advantage could affect the proper discharge of his or her duties or place the Employee under an obligation to act against the Group's interests, he or she should always decline to accept the advantage.
- 2.7 Any free trips or travelling expenses for personal purposes are considered as advantages and prohibited. Without the prior written consent of an Executive Director of the Group, acceptance of such advantages is prohibited.

3. Prohibition on Offering Advantages

- 3.1 Offering of any advantage by an Employee to customers, contractors, suppliers, government officials or any person in connection with the Group's business is prohibited, unless the advantage is offered under an official programme sponsored or authorised by the Group.
- 3.2 Offering free trips or reimbursing travelling expenses incurred that are directly for the purpose of promoting, demonstrating or certifying the Group's business and services may be proper, with the prior consent of an Executive Director of the Group.

4. Charitable Contributions and Sponsorships

- 4.1 The Group participates in charitable activities and encourages Employees to do the same, under circumstances that comply with applicable laws and regulations. Charitable contributions should never be made to influence any business decision. Any charitable contributions and donations that act as a means of bribery and corruption is prohibited.
- 4.2 Employees should never make any sponsorships that may be linked to bribery or corruption.

5. Entertainment

- 5.1 Employees may accept invitations to business lunches or dinners from business associates provided they are not lavish, unreasonably generous or frequent that may give rise to any potential or real conflicts of interest.

6. Conflict of Interests

- 6.1 Conflict of interest refers to a situation where an individual is confronted with choosing between the requirements of his or her function and his or her own private interests. All Employees should avoid conducting business or putting themselves into a position that may lead to a conflict of interest. In case of a conflict of interest arising or which may potentially arise, the Employee shall report it to the Executive Director-in-charge of his/her department as soon as practicable for guidance.

The Group will review the Anti-Corruption Policy from time to time in accordance with its corporate strategies and development on governance issues relating to its operations.

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