

WONG'S INTERNATIONAL HOLDINGS LIMITED

王氏國際集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 99)

(the "Company")

ANTI-CORRUPTION POLICY

1. PRINCIPLES

- 1.1 The Company and its subsidiaries (the "Group") are committed to achieving the highest standards of business conduct and have zero tolerance for corruption and related malpractice.
- 1.2 An ethical environment in the workplace contributes to profitability and secures the trust amongst employees at all levels and with other stakeholders.

2. PURPOSE

- 2.1 This Policy forms an integral part of the Company's corporate governance framework aiming to support anti-corruption laws and regulations and to promote an anti-corruption culture within the Group that aligns its core values consisting of integrity, honesty, fairness, impartiality and ethical business practices.
- 2.2 This Policy supplements the Whistleblowing Policy and other corporate policies of the Company.

3. SCOPE

- 3.1 This Policy applies to employees at all levels and departments of the Group. All employees should comply with this Policy, the Prevention of Bribery Ordinance (Cap 201 of the Laws of Hong Kong) and relevant laws and regulations of other countries in which the Group conducts its business. The Company also encourages and expects its business partners (such as suppliers, customers and contractors) to abide by the principles of this Policy.

4. OFFER OR ACCEPTANCE OF ADVANTAGE

- 4.1 An employee should not offer or accept any advantages from any person having business dealings with the Group where undue favour is involved. This applies to the situation where such offer or acceptance could affect the objectivity in conducting the business of the Group or induce him/her to act against the interest of the Group, or acceptance will likely lead to perception or allegation of impropriety.

- 4.2 An employee should report to his/her supervisor or Head of Department in writing as soon as practicable details of any gift received from any person having business dealings with the Group if the gift exceeds HK\$500 (US\$65 or other equivalent foreign currency) in value or if the cumulative value of the gifts exceeds HK\$500 received in a rolling 30 calendar days. Such details shall include the identity of the relevant person offering the gift, the date when and reason the gift is received and its estimated or actual value. The supervisor or Head of Department (with permission from the management, if applicable) shall then provide to the employee a direction on how to handle the gift.
- 4.3 Although entertainment (e.g. provision of food, drink and service) is an acceptable form of business and social behaviour, all employees should avoid accepting lavish or frequent entertainment from persons with whom the Group has business dealing to avoid placing himself/herself in a position of obligation. In certain circumstances, a free entertainment may amount to “a discharge of an obligation to pay” which is an advantage under the Prevention of Bribery Ordinance (Cap 201 of the Laws of Hong Kong).

5. CONFLICT OF INTEREST

- 5.1 Employees should avoid any conflicts of interest (i.e. situation where their personal interest conflicts with the interest of the Group) or the perception of such conflicts in carrying out the Group’s business. When actual or potential conflict of interest arises, the subject employee should declare the same to the Head of the Human Resources or any Director of the Company.
- 5.2 Common examples of conflict of interest include (but not limited to) the followings:
- (a) A manager or director has financial interest in an organisation whose quotation or tender is under consideration by the Company.
 - (b) An employee undertaking part-time work with a contractor whom he/she is responsible for monitoring.
 - (c) An employee engaged in procurement is closely related to or has financial interest in the supplier who is being considered for selection by the Company.
 - (d) An employee of the Human Resources Department who is engaged in recruitment is a family member or relative of a potential candidate under consideration.

6. RISK MANAGEMENT AND INTERNAL CONTROL

- 6.1 All employees should ensure that the records, accounts or other documents they submit to the Company 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 Company, regardless of whether there is any gain or advantage involved, is prohibited.

- 6.2 The Company should maintain an appropriate and effective risk management and internal control systems (including adequate segregation of duties and authorisation controls) to prevent or detect any irregularities and to mitigate corruption risks.

7. REPORTING AND INVESTIGATION PROCEDURES

- 7.1 If an employee or business partner becomes aware of any actual or suspected breach of this Policy, he/she should report such incidents in accordance with the Company's Whistleblowing Policy which provides the reporting procedures for employees and business partners to raise concerns, in confidence, on any suspected misconduct, malpractice or other matters related to the Group. (Please refer to the Whistleblowing Policy of the Company for details.)
- 7.2 Failure to comply with this Policy and applicable laws and regulations relating to anti-corruption may result in disciplinary action (which may include immediate termination) and where applicable, criminal prosecution against the parties concerned.

8. TRAINING AND COMMUNICATION

- 8.1 This Policy will be available on the Company's website.
- 8.2 Human Resources Department should communicate this Policy with new employees when they join the Group. While the Heads of Department or key employees should inform the business partners within their area of responsibility of the relevant anti-corruption requirements stated in this Policy.
- 8.3 The Company should provide regular anti-corruption training and briefing to all employees to update the anti-corruption practices adopted by the Group. For those employees likely to be exposed to risks of bribery and corruption (e.g. those involved in purchasing and engineering), refreshing training should also be arranged.

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