

**SRE** SRE GROUP LIMITED  
上置集團有限公司\*

(Incorporated in the Bermuda with limited liability)  
(the “Company”)

## ANTI-CORRUPTION POLICY

### 1. POLICY STATEMENT

- 1.1 SRE Group Limited (the “Company”) and its subsidiaries (collectively, “the Group”) fully support the global effort to stamp out corruption. The Group is committed to achieving the highest standards of business conduct, has zero tolerance for corruption and related malpractice, and is committed to the prevention, deterrence, detection and investigation of all forms of corruption.
- 1.2 This Anti-Corruption Policy (“Policy”) forms an integral part of the Group’s corporate governance framework. Other relevant policies of the framework, including Statement of Business Integrity, Code of Conduct and Whistleblowing Policy & Procedures, outline the Group’s expectations and requirements of business ethics, as well as the investigation and reporting mechanism of corruption practices.
- 1.3 The Board is accountable to the implementation of the anti-corruption efforts of the Group (which includes values, code of ethics, risk management, internal controls, communication and training, oversight and monitoring). Directors and senior management of the Company are responsible for ensuring the effective implementation and in particular, the monitoring and investigation of any material corruption committed within the Group.

### 2. SCOPE OF APPLICATION

- 2.1 This Policy applies to the Group, and to all directors, officers and employees of the Group (which for these purposes includes temporary or contract staff) (the “Employees”). All Employees shall adhere to this Policy and any additional requirements as stipulated by their employing entity within the Group or by other applicable laws that may be more stringent 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 sanctions.
- 2.2 It is the responsibility of every manager to communicate this Policy to Employees. Managers should ensure that all Employees reporting to them, and external parties within their area of responsibility working on behalf of their respective companies, understand and comply with the prohibitions in this Policy.

- 2.3 Questions in relation to this Policy should be directed to the General Management Department or the relevant designated person by the specific employing entity within the Group.

### **3. APPLICABILITY OF RELEVANT LAWS AND REGULATIONS**

- 3.1 All personnel covered by this Policy are required to comply with all applicable laws and regulations related to anti-bribery and corruption, including but not limited to the Prevention of Bribery Ordinance (Cap. 201 of the laws of Hong Kong).

### **4. PROHIBITION ON IMPROPER PAYMENTS, KICKBACKS AND OTHER FORMS OF BRIBERY**

- 4.1 Employees are strictly prohibited (whether acting in their own capacity or on behalf of the Group) from:

- (a) offering, promising, giving or authorising, directly or indirectly, any bribe or kickback to or for the benefit of any person (whether in private or public office) in order to obtain any improper business or other improper advantage for the Group;
- (b) soliciting, accepting or receiving (whether for the benefit of the Group, their own benefit or that of their family, friends, associates or acquaintances) any bribe or kickback from any person (whether in private or public office) in return for providing any improper business or other improper advantage in relation to the business of the Group;
- (c) otherwise using illegal or improper means (including bribes, favours, blackmail, financial payments, inducements, secret commissions or other rewards) to influence the actions of others; or
- (d) acting as an intermediary for a third party in the solicitation, acceptance, payment or offer of a bribe or kickback.

- 4.2 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.

- 4.3 In addition to complying strictly with the provisions in this Policy, Employees must exercise common sense and judgment in assessing whether any arrangement could be perceived to be corrupt, illegal or otherwise inappropriate.

## **5. POLITICAL AND CHARITABLE CONTRIBUTIONS AND SPONSORSHIPS**

- 5.1 The general policy of the Group is not to make any form of donation to political associations or individual politicians. Employees must not use any funds or assets of the Group for contributions to any political party or candidate for public office. In addition, no Employee may make any political contribution as a representative of the Group or create the impression that he/she is acting as a representative of the Group. If any requests are made for political contributions by the Group, such requests should be referred, via the General Management Department of the Company subject to approval of the Chief Executive Officer, to the Board for consideration. The General Management Department shall ensure that such requests duly observe other relevant policies of the Group.
- 5.2 Charitable donations and sponsorships may in some circumstances constitute a disguised form of bribery. Therefore, pre-approval from the Head of the General Management Department is required. The General Management Department must ensure relevant policies of the Group are complied with other relevant policies the Group has in place.

## **6. BUSINESS COURTESIES**

- 6.1 Business gifts and hospitality are customary courtesies designed to build goodwill among business partners. In some cultures, such gifts and hospitality play an important role in business relationships. However, a problem may arise when such courtesies compromise, or appear to compromise, the ability to make objective and fair business decisions. Any offering or receiving any gift, gratuity or hospitality that might be perceived to unfairly influence a business relationship should be avoided.
- 6.2 The following principles shall apply to business courtesies:
  - (a) they must be reasonable and not excessive;
  - (b) they must be of modest value, both in isolation and when considered in the context of other gifts and hospitality offered;
  - (c) they must be appropriate and consistent with reasonable business practice;
  - (d) they must be provided with the intent only to build or maintain a business relationship or offer normal courtesy, rather than to influence the recipient's objectivity in making a specific business decision;
  - (e) they should never be offered in return for financial or personal gain or favour; and

(f) they must be permissible under all applicable laws, rules and regulations.

- 6.3 In determining whether a specific business courtesy lies within the bounds of acceptable business practice, Employees are encouraged to discuss the issue with their supervisor.
- 6.4 Employees shall report business courtesies outside the normal course of business following the relevant reporting procedures of the Group whenever accepted, given or rejected. The record must expressly state the nature, purpose, value (if known) and date of the business courtesy and also details of the giver/receiver of the business courtesy. The General Management Department shall keep record of and preserve such records received.

## **7. FAIR TREATMENT OF CUSTOMERS AND SUPPLIERS**

- 7.1 The Group is committed to dealing with its customers and suppliers in a fair, honest and professional manner, while seeking best value for the business. Potential suppliers are treated on an equal basis and no unmerited favouritism is to be shown in the procurement of goods and services. The Group conducts its practices in a fair and transparent manner and Employees must act with due care and diligence when evaluating prospective contractors and suppliers.
- 7.2 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.

## **8. WHISTLEBLOWING POLICY**

- 8.1 The Company has put in place a clear Whistleblowing Policy to ensure that Employees can report illegal, unethical practices or irregularities related to the Group (including any suspected bribery and corrupt activities) in good faith, without the fear of personal repercussions or the risk of reprisals.
- 8.2 If an Employee becomes aware of any actual or suspected breach of this Policy, he/she must report such incidents in accordance with the procedures set out in the Whistleblowing Policy. Please also 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.

- 8.3 To facilitate the formal risk review and assessment by the Group, the Risk Control Department is assigned to keep a register recording both suspected and actual incidents regardless of the amounts involved, and report the relevant statistics to the Chief Financial Officer on a quarterly basis. In addition, all the relevant information related to such cases should be made readily available for review and follow up by the internal audit.
- 8.4 Employees are actively encouraged to report any concerns regarding fraud and bribery. The Chief Financial Officer and Risk Control Department are responsible for ensuring that such complaints are logged, investigated and appropriate action is taken. All reports of fraud or bribery are to be investigated and appropriate sanctions employed. Complaints are to be treated confidentially to the extent possible, and Employees raising legitimate concerns in good faith are to be protected. Retaliation of any kind against any Employee for making good faith reports about actual or suspected violation of this Policy is not permitted.
- 8.5 Employees must cooperate fully and openly with any investigation into alleged or suspected corrupt activity or breach of this Policy. Failure to cooperate or to provide truthful information may also lead to the Employee being subject to disciplinary action, up to and including dismissal.

*Notes*

- A. This Policy will be reviewed and updated from time to time to ensure its relevance and effectiveness.
- B. In the event of any inconsistency or conflict between the English and Chinese version of this Policy, the English version shall prevail.

March 2022