



BOE Varitronix Limited

Anti-Corruption Policy

(Adopted on 1 January 2022)

ANTI-CORUPPTION POLICY

1. POLICY STATEMENT

- 1.1 Integrity, honesty, fairness, impartiality, and ethical business practices are one of the core values of BOE Varitronix Limited (“the Company”) and its subsidiaries (collectively “the Group”). Therefore, the Group is committed to upholding the highest standards of its core values in all its business dealings.
- 1.2 The Board and senior management of the Company are committed to adopt ethical and anti-corruption business practices, high standard of integrity and zero tolerance to corruption.
- 1.3 The Group is committed to comply with the Prevention of Bribery Ordinance (Cap 201. of the Laws of Hong Kong) (the “POBO”), amongst other relevant laws of other countries or regions to prevent bribery or corruption, money laundering and financing of terrorism in Hong Kong or elsewhere which may lead to the criminal and civil penalties and the reputational damage.
- 1.4 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”), as well as its external parties doing business with the Group or fiduciary capacity on behalf of the Group (e.g. agents, consultants and contractors).
- 1.5 This Policy sets out the minimum standards of conduct to which all Employees are required to adhere.
- 1.6 This Policy should be read in conjunction with the Code of Conduct of the Group. Any enquiries in relation to this Policy should be addressed to the Group’s Internal Audit Department.

2. ANTI-CORRUPTION AND BRIBERY

- 2.1 The Employees shall comply with all applicable laws, rules and regulations in relation to anti-corruption and bribery, and adhere to the following:
 - No acceptance of improper payments, kickbacks and other forms of bribery;
 - No payment, offer, solicitation, proposal of terms for, or acceptance of, bribes directly or with the assistance of any organization or individual;
 - No attempt to circumvent any anti-corruption and bribery provisions through the use of agents, partners, contractors, family members or any others acting on someone’s behalf;
 - No offer or acceptance of any gift, gratuity or hospitality that might be perceived to unfairly influence a business relationship;
 - No acceptance of lavish or frequent entertainment from persons with whom the Group has business dealings if, by doing so, it might be perceived that the employees are placing themselves in a position of obligation to the offeror; and

- During normal course of business, offering or accepting gifts, entertainment, sponsorships, travel & accommodation or other advantages, or when engaging in charitable donations, political expenditure or recruitment, are documented and recorded. Such records must be preserved.

3. CONFLICT OF INTEREST

- 3.1 Employee should avoid any conflict of interest that may arise when performing his/her official duty as far as practicable. If a conflict of interest has arisen and cannot be avoided, Employee should as soon as possible declare the conflict to his/her supervisor or senior management.
- 3.2 Upon receiving a declaration, appropriate action should be taken to resolve the conflict (e.g. refrain Employee from performing the task and reassign the duty to another Employee; or allow the Employee to carry out the task after balancing between the risk and operational need).
- 3.3 If Employee continue to perform the duty, he/she should be reminded to exercise his/her duty in a fair and impartial manner. Closer supervision should be exercised by his/her supervisor or senior management to ensure the proper performance.

4. COMMUNICATION AND TRAINING

- 4.1 It is every Employee's responsibility to counter fraud, bribery and corruption by adhering to this Policy to maintain a high standard of integrity and conduct.
- 4.2 Employees are informed about and understand this Policy, including applicable local procedures and requirements, and that there is a clear escalation procedure for reporting actual or suspected breaches of this Policy and suspicious activity.
- 4.3 The Group provides proper training (including integrity training) to Employee who may be exposed to risks of bribery and corruption, money laundering and financing of terrorism or non-compliance under the POBO in order to recognize and deal with them.

5. REPORTING OF BRIBERY AND SUSPICIOUS ACTIVITY

- 5.1 If Employee becomes aware of any actual or suspected breach of this Policy, he/she must report such incidents to his/her supervisor or/and Internal Audit Department and bring to board's attention for the material incidents. For serious breaches, appropriate disciplinary action or referral to law enforcement agencies will be taken.
- 5.2 Employees are actively encouraged to report any concerns regarding fraud and bribery. All reports of fraud or bribery are to be investigated. 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 about actual or suspected violation of this Policy will not be permitted.

6. DISCLOSURE OF POLICY

6.1 This policy has been uploaded to www.boevx.com.

7. PERIODIC REVIEW

7.1 The Group assess the efficiency of current anti-corruption measures annually. In case of appropriate necessity, the Group will amend existing policies or develop and introduce additional policies.

Where any discrepancy arises between the Chinese translation and the original English version, the English version shall prevail.