

## **Anti-Corruption Policy** **(the “Policy”)**

### **1. Purpose**

- 1.1 Greater China Financial Holdings Limited (the “Company”) and its subsidiaries (collectively, the “Group”) is committed to upholding high standards of business integrity, honesty, fairness, impartiality and ethical business practices in all its business dealings.

### **2. Policy Statement**

- 2.1 The Company recognizes that corruption and bribery damage a company’s reputation and undermine its relationship with regulators, customers and business partners. It may lead to criminal sanctions and prosecution of or regulatory action against a company and/or its employees, resulting in the imposition of criminal or civil penalties, including fines and imprisonment, and could damage a company’s business. The Company is committed to adopting ethical and anti-corruption business practices, maintaining high standard of integrity and taking corruption issues very seriously without a zero tolerance for bribery and corruption. The culture of the Company should be set in alignment with this Policy. Hence this Policy applies to the Group, and to the board (the “Board”) of directors of the Company (the “Directors”) and all directors and employees at all levels of the Group (collectively, “Employees”), external parties doing business with the Group and those acting in an agency or fiduciary capacity on behalf of the Group, without exception.

### **3. Scope**

- 3.1 Corruption and bribery include any illicit advantage offered or accepted as an inducement to or a reward for performing or abstaining from performing any duties. Items considered as bribes include, without limitation, cash, cash equivalents, loans, commissions, benefits in kind or other advantages, but excluding traditional gifts of nominal value given during festive seasons.

3.2 Fraud generally involves any deceptive conduct with the intention of making some form of financial or personal gain or causing another person to suffer a loss, and includes, without limitation, money laundering, obstruction of justice, deception, bribery, forgery, extortion, theft, conspiracy, embezzlement, misappropriation, false representation, concealment of material facts and collusion.

3.3 In this Policy, the following words shall have the meanings set out below:

“**advantage(s)**” includes anything that is of value such as money, gift, loan, fee, reward, commission, employment or contract, service, favour (other than entertainment) and discharge of liability in whole or in part;

“**bribe(s)**” means anything of value given in an attempt to affect a person’s actions or decisions in order to gain or retain an illicit business and/or personal advantage; and

“**kickback**” means the return of a sum already paid or due.

#### 4. **Conflicts of Interest**

4.1 Employees are required to observe the duties and obligations set out in this Policy. Employees should avoid any conflict of interest situation (i.e. situation where their private interest conflicts with the interest of the Company). Private interests include both the financial and personal interests of the Employees, their relatives and close personal friends. When actual or potential conflict of interest arises, each Employee should make a declaration to the approving authority through the reporting channels as set out in this Policy.

#### 5. **Anti-Corruption and Anti-Bribery**

5.1 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 and/or for their own;
- (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, favors, blackmails, 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.

5.2 In addition, Employees must exercise their reasonable judgement in assessing whether any arrangement could be perceived to be corrupt, illegal or otherwise inappropriate. Even when an offer of advantage carries no intention of improper influence, it should be ascertained that the intended recipient is permitted by his/her employer/principal to accept it under the relevant circumstances before the advantage is offered, and vice versa.

## **6. Anti-Fraud**

6.1 Employees must not knowingly commit, be a party to, or be otherwise involved in fraud.

6.2 Appropriate and proper levels of due diligence should be conducted in engaging parties with a business relationship with the Group and proper record should be kept.

## **7. Compliance with the Policy**

7.1 Employees are required to follow this Policy and any additional requirements related to anti-bribery and corruption set out by the Prevention of Bribery Ordinance (Cap. 201 of the Laws of Hong Kong) (the “POBO”) and any other relevant laws, rules and regulations applicable to the Company (whether in Hong Kong or in other countries or regions), the breach of which may lead to disciplinary action that might ultimately result in termination of employment and/or personal civil or criminal sanctions.

7.2 It is the responsibility of each Employee to understand and comply with this Policy, whether performing his duties of the Company in or outside Hong Kong. Any Employees in breach of this Policy will be subject to disciplinary action, including termination of appointment. Any material incidents relating to breaches of this Policy should be brought to the attention of the Board. In cases of suspected corruption or other criminal offences, a report should be made to the appropriate authority and/or law enforcement agencies.

7.3 All those acting in an agency or fiduciary capacity on behalf of the Group (including agents, consultants, contractors, suppliers and associated persons) and persons having business dealings with the Group are also expected to act in compliance with all applicable policies, laws, rules and regulations related to anti-bribery and corruption in the performance of their services for or on behalf of the Group. The Group reserves the right to terminate any business relationship, employment or appointment that violates the Group’s zero-tolerance policy against bribery and corruption.

## **8. Reporting**

- 8.1 The Company has put in place the Whistleblowing Policy, to ensure that there is an appropriate channel for reporting illegal, unethical practices or irregularities related to the Group. If an Employee becomes aware of any suspected breach of this Policy or bribery and corruption activities related to Group, Employee should refer to the mechanism as set out in the Whistleblowing Policy to raising concerns through confidential reporting channels.
- 8.2 Employees must cooperate fully and openly with any investigation into any alleged breach of this Policy or any suspected corrupt or fraudulent activity. Failure to cooperate or to provide truthful information may lead to the Employee being subject to disciplinary action and where applicable, criminal prosecution against the parties concerned.

## **9. Programme and Training**

- 9.1 Employees who are likely to be exposed to the risks of bribery and corruption, money laundering or non-compliance under the POBO or relevant applicable laws and regulations are encouraged to attend training from time to time, either internally and/or externally, for learning how to recognize and avoiding such risks.

## **10. Review of this Policy**

- 10.1 The audit committee of the Company (the “Audit Committee”) is responsible for the monitoring and reviewing of this Policy annually to ensure its relevance and effectiveness. Any subsequent amendment of this Policy shall be reviewed by the Audit Committee and approved by the Board.
- 10.2 This Policy (as amended from time to time) is available on the website of the Company.

(adopted on 21 December 2022)