



HANISON CONSTRUCTION HOLDINGS LIMITED

Incorporated in the Cayman Islands with limited liability 於開曼群島註冊成立之有限公司

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興勝創建控股有限公司

商業道德指引

目標

本公司致力維護道德操守及提供優質服務予客戶。所有員工必需以誠信、投入及專業地執行職務，並應避免參與任何違法或有損公司聲譽的行為。

道德標準

以下指引列出員工應有的行為準則：

I 防止賄賂條例

法律條文

在未經僱主同意下，任何員工如因工作關係索取或接受利益，屬觸犯《防止賄賂條例》第九條。“利益”一詞在條例中已被界定及包括饋贈(金錢及禮物)、貸款、報酬、僱傭、合約、服務、優惠(例如：折扣)等。詳細定義請參照附件。

公司政策

本公司政策嚴禁員工在執行公司職務時索取或接受任何(條款II所述除外)利益。

II 接受禮物

本公司只允許員工接受業務伙伴主動提供的無商業價值的廣告或推廣禮品，或於節日時送贈的禮物而其價值不超過港幣\$500。

如禮物的價值超過港幣\$500並由業務伙伴主動給予，而員工因禮節考慮才接受，員工必須以書面向部門主管/有關董事匯報，尋求如何處理該禮物的指示，及副本至人力資源及行政部主管作正式記錄。如有任何疑問，部門主管可諮詢人力資源及行政部主管。但如接受禮物可能會影響員工的客觀判斷或導致有損公司利益的行為情況出現，員工便應拒絕有關饋贈。同樣地，如接受禮品可能引致偏頗或不恰當結果的問題或投訴，該饋贈亦應被拒絕接受。然而，本公司絕不容許員工接受與香港房屋委員會有合約關係的租戶/持牌人/佔用人/訪客/其他人仕的饋贈。

III 提供“利益”

員工未預先取得董事總經理或董事兼總經理的明確批准，不得提供任何於附錄被介定為利益的項目與任何人仕或機構，以求取得、維持或吸引商機。

IV 接受款待

款待(指供應在當場享用的食物或飲品，以及任何與此項供應有關或同時提供的其他款待)縱使在防止賄賂條例中被介定為不屬於利益，員工應避免接受來自業務夥伴過於奢華、不合理的慷慨或頻密的款待。如基於禮節考慮而接受有關款待，員工應事前向部門主管/有關董事取得公司的批准。

V 利益衝突

當公司利益與員工的自身利益出現競爭，便會導致利益衝突。員工的職責是本於維護公司利益為大前提及避免與個人利益產生衝突。再者，員工接受公司以外的工作或就業安排(其可能導致利益衝突的情況出現)之前，員工必需事先取得公司的書面批准。另外，為避免潛在的利益衝突，員工應避免參與業務伙伴的頻密、過度或高風險的任何形式賭博。任何員工不可接受由業務伙伴提供的貸款，或由業務伙伴的協助而獲得貸款。

公司要求員工申報任何個人或直系親屬與公司業務有關的合約或因職位而產生的利益。所有聲明，應以書面形式經人力資源及行政部主管向公司董事總經理申報。

VI 處理機密資料

在執行職務過程中，員工會取得或管理公司客戶及業務的機密資料。在沒有獲得公司批准，員工不得披露任何機密資料。每位員工在行使職務時均有責任防止任何機密資料被濫用或誤用。濫用或誤用的例子包括：披露資料以換取金錢報酬、或使用資料以滿足個人利益。另應注意到，未經授權而披露任何個人資料，員工有可能已觸犯《個人資料(私隱)條例》。

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VII 遵守道德指引

任何員工如違反道德指引(行為守則)內的規定，將受到紀律處分，包括終止僱傭合約。若有懷疑個案，公司可能轉交廉政公署調查。任何提問及報告可能違反道德指引(行為守則)的情況，可接觸人力資源及行政部主管查詢。

VIII 遵守香港法例

所有員工在執行公司業務時，必須遵守香港特別行政區的所有法例及法規。

興勝創建控股有限公司

2025年1月13日

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附件

第201章《防止賄賂條例》節錄

第二條 釋義

“利益” 指—

- (a) 任何饋贈、貸款、費用、報酬或佣金，其形式為金錢、任何有價證券或任何種類其他財產或財產權益；
- (b) 任何職位、受僱工作或合約；
- (c) 將任何貸款、義務或其他法律責任全部或部分予以支付、免卻、解除或了結；
- (d) 任何其他服務或優待(款待除外)，包括維護使免受已招致或料將招致的懲罰或資格喪失，或維護使免遭採取紀律、民事或刑事上的行動或程序，不論該行動或程序是否已經提出；
- (e) 行使或不行使任何權利、權力或職責；及
- (f) 有條件或無條件提供、承諾給予或答應給予上文(a)、(b)、(c)、(d)及(e)段所指的任何利益，

但不包括《選舉(舞弊及非法行為)條例》(第554章)所指的選舉捐贈，而該項捐贈的詳情是已按照該條例的規定載於選舉申報書內的。



第九條 代理人的貪污交易

- (1) 任何代理人無合法權限或合理辯解，索取或接受任何利益，作為他作出以下行為的誘因或報酬，或由於他作出以下行為而索取或接受任何利益，即屬犯罪—
- (a) 作出或不作出，或曾經作出或不作出任何與其主事人的事務或業務有關的作為；或
 - (b) 在與其主事人的事務或業務有關的事上對任何人予以或不予，或曾經予以或不予優待或虧待。
- (2) 任何人無合法權限或合理辯解，向任何代理人提供任何利益，作為該代理人作出以下行為的誘因或報酬，或由於該代理人作出以下行為而向他提供任何利益，即屬犯罪—
- (a) 作出或不作出，或曾經作出或不作出任何與其主事人的事務或業務有關的作為；或
 - (b) 在與其主事人的事務或業務有關的事上對任何人予以或不予，或曾經予以或不予優待或虧待。
- (3) 任何代理人意圖欺騙其主事人而使用如下所述的任何收據、帳目或其他文件—
- (a) 對其主事人有利害關係；及
 - (b) 在要項上載有虛假、錯誤或欠妥的陳述；及
 - (c) 該代理人明知是意圖用以誤導其主事人者，
- 即屬犯罪。
- (4) 代理人如有其主事人的許可而索取或接受任何利益，而該項許可符合第(5)款的規定，則該代理人及提供該利益的人均不算犯第(1)或(2)款所訂罪行。
- (5) 就第(4)款而言，該許可—
- (a) 須在提供、索取或接受該利益之前給予；或
 - (b) 在該利益未經事先許可而已提供或接受的情況下，須於該利益提供或接受之後在合理可能範圍內盡早申請及給予，
- 同時，主事人在給予該許可之前須顧及申請的有關情況，該許可方具有第(4)款所訂效力。

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第十九條 習慣不能作為免責辯護

在因本條例所訂罪行而進行的任何法律程序中，即使顯示本條例所提及的利益對任何專業、行業、職業或事業而言已成習慣，亦不屬免責辯護。





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興勝創建控股有限公司

Code of Conduct

Objective

The Company is committed to ethical practices and to provide quality service to clients. All staff must perform their duties with integrity, commitment and professionalism and should refrain from engaging in conduct or behaviour that breaches the laws or bringing disrepute to the Company.

Standard of Conduct

The following guidelines set out the standard of behaviour expected of all staff:

I. Prevention of Bribery Ordinance

Legal Provisions

Any staff member soliciting or accepting an advantage in connection with his work without the permission of the employer commits an offence under Section 9 of the Prevention of Bribery Ordinance (“Ordinance”). The term “advantage” is defined in the Ordinance and includes gift (both of money and in kind), loan, fee, employment, contract, service, favour (such as discount) etc. The definition of “advantage” is set out at the *Appendix*.

Company Policy

It is the policy of the Company **NOT** to allow staff to solicit or accept any advantages, except those specified in Clause II, when conducting business on behalf of the Company.

II. Acceptance of Gifts

The Company allows its staff to accept advertising or promotional gifts of no commercial value, or gifts given on festival subject to a maximum limit of HK\$500.00 in value offered voluntarily by the Company’s business associates.

Where a gift’s actual or perceived value is over HK\$500.00 and voluntarily given by the Company’s business associates and acceptance of such a gift is for courtesy reason, a staff member must report the acceptance in writing to the Department Head / corresponding director for a decision on disposal and copy the Head of Human Resources

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& Administration Department for formal record. In the event of any doubt, Department Head / corresponding director should consult the Head of Human Resources & Administration Department. If the acceptance of a gift could affect a staff member's objectivity or induce her/him to act against the Company's interests, s/he should decline to accept it. Similarly, if acceptance could lead to questions or complaints of bias or impropriety, the offer should be declined. However, the Company does NOT allow its staff to accept gifts from tenants/licensees/occupiers/visitors/third parties in relation to Hong Kong Housing Authority contracts.

III. Offering "Advantage"

Staff must not offer any advantage defined at the Appendix to any persons or parties in relation to obtain, maintain or attract business opportunities without prior express permission from the Managing Director or Director & General Manager of the Company.

IV. Acceptance of Entertainment

Although entertainment (means the provision of food or drink for consumption on the occasion when it is provided, and of any other entertainment connected with, or provided at the same time as such provisions) as defined in the Ordinance is not an advantage, staff should avoid accepting lavish or unreasonably generous or frequent entertainment from business associates. Where acceptance of such invitations are unavoidable for reasons of courtesy, staff members should seek permission from the Department Head / corresponding director of the Company.

V. Conflict of Interest

A conflict of interest arises when a staff member's own interest competes or conflicts with the interest of the Company. It is the duty of all staff to act in the interest of the Company and to avoid conflict between their personal interests and the Company's interest. Moreover, staff must seek prior written approval from the Company before they take up any outside work or employment which could create or potentially give rise to a conflict of interest situation. In addition, staff should not engage in frequent, excessive or high stake gambling of any kind with business associates of the Company to avoid potential conflict of interest. Staff should not accept any loan from, or through the assistance of any business associates.

It is a requirement for staff to declare to the Company any interest they or members of their immediate family may have in the Company's contracts which they are supervising, or any conflict between their personal interests and their positions. All declarations should be made in writing to the Managing Director via the Head of Human Resources

& Administration Department.

VI. Handling of Confidential Information

In the course of duties, staff may have access to or in control of confidential information about clients and the operations of the Company. Staffs are not allowed to disclose any confidential information without the permission of the Company. It is the responsibility of every staff member to prevent abuse or misuse of any confidential information under their charge. Examples of misuse include disclosure of information in return for monetary rewards, or use of information for personal interest. It should also be noted that unauthorized disclosure of any personal data may result in a breach of the Personal Data (Privacy) Ordinance.

VII. Compliance with the Code of Conduct

Any staff member breaching the provisions of the Code will be subject to disciplinary action, including termination of employment. Where corruption is suspected, the case can be referred to the ICAC for investigation. Any questions and reports on possible breaches of this Code can be made to the Head of Human Resources & Administration Department.

VIII. Compliance with Laws of Hong Kong

All staff must comply with all laws and regulations in Hong Kong Special Administrative Region when conducting the Company's business.

Hanison Construction Holdings Limited

13th January 2025



Appendix

Extracts of the Prevention of Bribery Ordinance, Cap. 201

Section 2 Interpretation

"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 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 (a), (b), (c), (d) and (e),

but does not include an election donation within the meaning of the Elections (Corrupt and Illegal Conduct) Ordinance (Cap 554), particulars of which are included in an election return in accordance with that Ordinance.



Section 9 Corrupt Transactions with Agents

- (1) Any agent who, without lawful authority or reasonable excuse, solicits or accepts any advantage as an inducement to or reward for or otherwise on account of his-
- (a) doing or forbearing to do, or having done or forborne to do, any act in relation to his principal's affairs or business; or
 - (b) showing or forbearing to show, or having shown or forborne to show, favour or disfavour to any person in relation to his principal's affairs or business,
- shall be guilty of an offence.
- (2) Any person who, without lawful authority or reasonable excuse, offers any advantage to any agent as an inducement to or reward for or otherwise on account of the agent's-
- (a) doing or forbearing to do, or having done or forborne to do, any act in relation to his principal's affairs or business; or
 - (b) showing or forbearing to show, or having shown or forborne to show, favour or disfavour to any person in relation to his principal's affairs or business,
- shall be guilty of an offence.
- (3) Any agent who, with intent to deceive his principal, uses any receipt, account or other document-
- (a) in respect of which the principal is interested; and
 - (b) which contains any statement which is false or erroneous or defective in any material particular; and
 - (c) which to his knowledge is intended to mislead the principal,
- shall be guilty of an offence.
- (4) If an agent solicits or accepts an advantage with the permission of his principal, being permission which complies with subsection (5), neither he nor the person who offered the advantage shall be guilty of an offence under subsection (1) or (2).
- (5) For the purposes of subsection (4) permission shall-
- (a) be given before the advantage is offered, solicited or accepted; or

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(b) in any case where an advantage has been offered or accepted without prior permission, be applied for and given as soon as reasonably possible after such offer or acceptance,

and for such permission to be effective for the purposes of subsection (4), the principal shall, before giving such permission, have regard to the circumstances in which it is sought.

Section 19 Customs not to be a Defence

In any proceedings for an offence under this Ordinance, it shall not be a defence to show that any such advantage as is mentioned in this Ordinance is customary in any profession, trade, vocation or calling.

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