
HUTCHMED (China) Limited

Anti-Bribery and Anti-Corruption Policy

Adopted by the board of directors on 14 March 2017

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1. Company Statement

- 1.1 HUTCHMED (China) Limited (“HUTCHMED” or the “Company”) is committed to upholding high standards of business integrity, honesty, fairness and transparency in all its business dealings, which is integral to the corporate culture of the Group.
- 1.2 Bribery or corruption damages a company’s reputation and undermines its relationship with its regulators and its customers, business partners and competitors. It may lead to criminal prosecution of or regulatory action against a company or its employees, resulting in the imposition of civil liability, administrative or criminal penalties, including fines and imprisonment, and could damage a company's business. HUTCHMED strictly prohibits any form of bribery or corruption.
- 1.3 It is for the reasons mentioned that HUTCHMED has developed this Anti-Bribery and Anti-Corruption Policy (the “Policy”). This Policy should be read in conjunction with the HUTCHMED Code of Ethics and other policies and rules of the Company and its subsidiaries relating to interactions with healthcare professionals and healthcare organizations.
- 1.4 This Policy applies to HUTCHMED and all subsidiaries and affiliate companies over which it exercises control (collectively “the Group”) in all countries in which they operate. It also applies to all directors, officers and employees in the Group (which for these purposes includes temporary or contract staff) (“Employees”), as well as its Third Party Representatives (as further described in paragraph 6 below). The Company encourages its business partners, including suppliers, to abide by this Policy, where applicable.
- 1.5 All Employees must maintain objectivity and avoid conflict of interest and subordination of judgement in the performance of their duties and responsibilities for the Group. They must disclose their interests in which a conflict may arise. Please refer to the Company’s Code of Ethics (Conflicts of Interest).
- 1.6 All Employees are required to adhere to this Policy, breach of which may lead to disciplinary action that could ultimately result in termination of employment, or where appropriate, may also be referred to regulatory/ law enforcement authorities.
- 1.7 All Employees are also always subject to the applicable laws in the country in which their employing company operates. All Employees must conduct themselves in compliance with applicable laws, rules, codes and regulations, wherever the Group conducts business.
- 1.8 This Policy sets out the minimum standards of conduct to which all Employees are required to adhere. Employees are to comply with any additional requirements set by their employing company or by local law, which may be stricter than those set out here.

2. Prohibition on Improper Payments, Kickbacks and Other Forms of Bribery

- 2.1 Guidance on what could constitute bribery is contained in Appendix 1 to this Policy.
- 2.2 Employees are strictly prohibited (whether acting in their own capacity or on the Group’s behalf) from:
- (a) offering, proposing to offer, 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 or retain any improper business or other improper advantage for the Group;
 - (b) soliciting, accepting or receiving (whether for the Group’s benefit, 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, obtaining or retaining any improper business or

other improper advantage in relation to the Group's business;

- (c) otherwise using illegal or improper means (including bribes, favors, 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.

2.3 As well as 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 bribery, corruption or otherwise inappropriate conduct.

3. Political, and Charitable Donations and Sponsorships

3.1 Employees must not use any funds or assets of the Group for donations to any political party or candidate for public office. In addition, no Employee may make any political donation as a representative of the Group or create the impression that he or she is acting as a representative of the Group. Any requests for political donations by the Group shall be first submitted to the HUTCHMED Chief Executive Officer ("CEO") or Chief Financial Officer ("CFO") for initial approval, however, provided that the conduct of such political donations by the Group should strictly comply with the applicable laws in the country where such entity operates. If approved, the CEO or CFO shall then submit such request to the Chairman of HUTCHMED for further consideration. See further paragraph 8 of the HUTCHMED Code of Ethics. To clarify, applicable laws in certain jurisdictions including China do not permit entities to conduct political donations, thus the Group is prohibited from conducting any political donation in such jurisdictions.

3.2 Charitable donations and sponsorships may in some circumstances constitute a disguised form of bribery. Therefore, to the extent permitted by applicable laws, such activities should strictly obtain relevant approvals as follows: any requests for charitable donations or sponsorships by the Group shall be first submitted to the HUTCHMED CEO or CFO for initial approval, and if approved, the CEO or CFO shall then submit such request(s) to the Chairman of HUTCHMED for further approval.

3.3 Any donations and sponsorships to healthcare organizations and healthcare professionals must comply with the relevant local Interaction with Healthcare Organizations Policy ("HCO Policy") and Interaction with Healthcare Professionals Policy ("HCP Policy") adopted by the relevant company within the Group.

4. Gifts, Hospitality and Employment

4.1 A problem may arise when courtesies compromise, or appear to compromise, the ability to make objective and fair business decisions. Offering or receiving any courtesy that might be perceived to unfairly influence a business relationship should be avoided. Specifically, offering gifts and providing entertainment in certain jurisdictions including China are prohibited and are not permitted. The following guidelines apply at all times to hospitality (other than entertainment) as described in paragraph 4.3 below and employment, unless this Policy otherwise stipulates:

- (a) it must be reasonable and not excessive;
- (b) it must be of modest value, both in isolation and when considered in the context of other hospitality or employment offered to the same recipient;
- (c) it must be appropriate and consistent with reasonable business practice;
- (d) it must be provided with sufficient and reasonable justification and only to the extent legitimately necessary, rather than to influence the recipient's objectivity in making a specific business decision

or to obtain or retain any improper business or other improper advantage in relation to the Company's business;

- (e) it should never be offered for something in return;
- (f) it must be permissible under all applicable laws, rules and regulations. When dealing with a Government Official¹, the Government Official's country will often have laws imposing limits on the level of hospitality or employment which can be legitimately accepted, and those laws must be strictly adhered to. When dealing with the private sector, hospitality or employment should not exceed any limits imposed by the relevant company within the Group as well as the recipient's organization; and
- (g) where it relates to hospitality provided to healthcare organizations, healthcare professionals or Government Officials, it should strictly comply with the restrictions laid down in the relevant local HCO Policy and HCP Policy adopted by the relevant company within the Group.

4.2 Gifts –

The use of HUTCHMED funds or assets for gifts, gratuities, or other favors to Government Officials, healthcare organizations, healthcare professionals or any other individual or entity (in the private or public section) that has the power to decide or influence the Group's commercial activities is prohibited under all circumstances.

4.3 Hospitality –

- (a) The use of Company funds or assets for the entertainment of Government Officials healthcare organizations, healthcare professionals or any other individual or entity (in the private or public sector) that has the power to decide or influence the Group's commercial activities is prohibited under all circumstances.
- (b) Expenses for meals, travel and lodging for healthcare professionals, healthcare organizations and Government Officials should strictly comply with the restrictions set out in the relevant local HCO Policy and HCP Policy adopted by the relevant company within the Group, and in no case shall such hospitality be offered to obtain or retain any improper business or other improper advantage in relation to the Company's business.
- (c) Expenses for meals, travel and lodging for any other individual or entity (in the private or public sector) may be incurred without prior approval by the CEO or CFO only if all of the following conditions are met:
 - (i) The expenses are bona fide and related to a legitimate business purpose and the events involved are attended by appropriate Company representatives;
 - (ii) The meals, travel or lodging is permitted by the rules of the recipient's employer (if applicable); and
 - (iii) The cost of the meal, travel or lodging is not more than US\$100 or equivalent per person or such lower amount as specified in the relevant local policies adopted by the relevant company within the Group. Any hospitality exceeding such threshold should be approved by the CEO or CFO.

¹ The term "Government Official" includes all officers, employees or persons acting in an official capacity for or on behalf of a government department, agency or instrumentality thereof; permitting agencies; customs officials; candidates for political office; and officials of public international organizations (e.g., the Red Cross). This term also includes officers or employees of government-owned or controlled commercial enterprises such as state-owned or controlled universities, airlines, oil companies, health care facilities or other vendors. The term also includes family members and close associates of such individuals (e.g., it is not permissible to give a gift to the sibling, spouse or child of a government employee if a gift to the individual would be prohibited under this Policy, see paragraph 4.2 of this Policy).

- (d) For all hospitality expenses, the reimbursement request must identify the total number of all attendees and their names, employer and titles (if possible). All expense reimbursements must be supported by receipts, and expenses and approvals must be accurately and completely recorded in the Company's records. In all instances, Employees must ensure that the recording of the expenditure associated with meals, lodging or travel clearly reflects the true purpose of the expenditure.
- (e) Note that the provision of meals, travel and lodging as well as the reporting requirements in this Policy apply even if Employees are not seeking reimbursement for the expenses (i.e., paying these expenses out of your own pocket does not avoid these requirements).
- (f) When possible, meals, travel and lodging payments should be made directly by the Company to the provider of the service, and should not be paid indirectly as a reimbursement. Per diem allowances must not be paid to a Government Official or any other individual (in the private or public sector) that has the power to decide or influence the Group's commercial activities for any reason.

4.4 Employment or Internships –

On occasion, Government Officials or HUTCHMED's business partners may request that HUTCHMED provide employment or internships to certain individuals. Offering employment or internships to Government Officials or HUTCHMED's business partners may be viewed as providing an item of value.

This Policy sets forth guidance for handling such requests from Government Officials or HUTCHMED's business partners. If a candidate is interviewed for employment or an internship within the ordinary course of filling a position, the CEO or CFO must be notified of the candidate's relationship to a Government Official or HUTCHMED's business partner. If a candidate related to a Government Official or HUTCHMED business partner is interviewed outside of the ordinary course of filling a position, any employment or internship offer must not be for the purpose of obtaining or retaining any improper business or other improper advantage for the Company and must be pre-approved by the CEO or CFO.

- 4.5 Employees should use good judgment; "everyone else does it" is not sufficient justification. Consider whether public disclosure of the gift, hospitality or employment would be embarrassing to the Group or the recipient, and whether such conduct will violate any applicable laws; if so, it should not be provided or accepted. In determining whether a specific gift, hospitality or employment lies within the bounds of acceptable business practice, Employees are encouraged to discuss the issue with their supervisor.
- 4.6 Each company within the Group is to have a procedure in place where (1) offering gifts and entertainment should be prohibited and (2) other hospitality set forth in paragraph 4.3 of this Policy or employment are documented and recorded, whenever accepted, given or rejected. The records must expressly state the nature, purpose, value (if known) and date of the hospitality or employment and also details of the giver/receiver. Such records must be preserved.
- 4.7 Employees shall not accept any gifts, hospitality or employment for the purpose of obtaining or retaining any improper business or other improper advantage for the Company nor when there are conflicts of interest. If any Employee (or his/her immediate family member) is offered or receives any gift, hospitality or employment which exceeds US\$100 or such lower amount as specified in the relevant local policies adopted by the relevant company within the Group from a customer, supplier or other third party doing, seeking to do, business with the Group, he/she shall within 24 hours, and in any event before acknowledging receipt, report the fact in writing to the head of his or her business unit; and the head of the business unit shall then report to the CEO or CFO.

4.8 After reporting according to the procedures set forth in paragraph 4.7 of this Policy, Employees will be advised whether certain gift or hospitality or employment may be accepted or whether it should be returned to the donor. If it is decided that the gift or hospitality or employment may be accepted, the recipient should send a brief note of acknowledgement to the donor. If, on the other hand, it is decided that it may not be accepted, it should be returned forthwith to the donor (or disposed of, if so advised) with the explanation that acceptance would be contrary to this Policy.

5. Procurement of Goods and Services by the Group and Other Business Partners

5.1 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 favoritism is to be shown in the procurement of goods and services. The Group conducts its procurement practices in a fair and transparent manner and Employees must act with due care and diligence when evaluating prospective contractors and suppliers. Proper measures will be taken should these vendors/suppliers be found to be in breach of laws and regulations.

5.2 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.

6. Third Party Representatives

6.1 Anti-bribery and anti-corruption legislation in some countries imposes administrative or criminal liability for a company's failure to prevent bribery and corruption by anyone providing services for or on behalf of the company. The Group is committed to promoting anti-bribery and anti-corruption practices amongst any third party representatives it engages ("Third Party Representatives"). Examples of Third Party Representatives could include advisers, agents, consultants, introducers, and political lobbyists (engagement of political lobbyists is subject to paragraph 3.1 of this Policy). The prohibitions in this Policy apply to Third Party Representatives engaged to represent the Group's interests, breach of which could result in termination of their engagement.

6.2 Approval of the CEO or CFO is required in accordance with paragraph 3.1 of the Policy on Appointment of Third Party Representatives before the appointment of any Third Party Representative.

6.3 To minimise the risk of Third Party Representatives engaging in inappropriate conduct, the companies within the Group should:

- (a) always act with due care and diligence in selecting Third Party Representatives and in monitoring their activity;
- (b) ensure that Third Party Representatives are aware of and respect our Anti-Bribery and Anti-Corruption Policy;
- (c) ensure that all fees and expenses paid to Third Party Representatives represent appropriate and justifiable remuneration, which is commercially reasonable under the circumstances, for legitimate services rendered by the Third Party Representative; and
- (d) keep accurate financial records of all payments.

6.4 Employees who deal with Third Party Representatives are responsible for taking reasonable precautions to ensure that Third Party Representatives conduct business ethically and comply with this Policy. Such precautions may include, for Third Party Representatives, conducting an integrity due diligence review of the Third Party Representative, inserting appropriate anti-bribery and anti-corruption compliance provisions in the Third Party Representative's written contract, requiring the Third Party Representative to certify that it has not violated and will not violate this Policy and any applicable anti-bribery and anti-corruption laws during the course of its business with the Company, reserving audit rights (e.g., for distributors), and monitoring the reasonableness and legitimacy of the services provided by and the compensation paid to the Third Party Representative during the engagement. Prior to hiring any Third Party Representative to represent HUTCHMED before governmental entities, Employees must discuss the engagement with the CEO and CFO. Any doubts regarding the scope of appropriate due diligence efforts in this regard should be resolved by contacting the CEO and CFO.

In addition, once a Third Party Representative is engaged, Employees who deal with Third Party Representatives must always be aware of potential red flags. Red flags are certain actions or facts which alert the Company that there is a high possibility of improper conduct. (See Appendix 1, Paragraph 4 for a more general list of red flags). A red flag does not mean that something illegal has happened, but rather that further investigation is needed. Red flags are highly fact-dependent, but some examples of third party red flags are:

- (a) Unusual or excessive payment requests, such as requests for over-invoicing, up-front payments, ill-defined or last-minute payments, success fees, unusual commissions or mid-stream compensation payments;
- (b) Requests for payments to an account in a country other than where the Third Party Representative is located or is working on behalf of the Company;
- (c) Requests for payment to another third party, to a numbered account, or in cash or other untraceable funds;
- (d) Requests for political or charitable donations;
- (e) The Third Party Representative is related to a Government Official or has a close personal or business relationship with a Government Official;
- (f) Any refusal or hesitancy by the Third Party Representative to disclose its owners, partners or principals;
- (g) The Third Party Representative uses holding companies or other methods to obscure its ownership, without adequate business justification;
- (h) The Third Party Representative expresses a desire to keep his/her representation of the Company or the terms of his/her retention secret; or
- (i) The Third Party Representative has little experience in the industry but claims to "know the right people."

If Employees have reason to suspect that a Third Party Representative is engaging in potentially improper conduct, they shall report the case to the General Manager – Group Management Services ("GMS") (according to paragraph 10 of this Policy) and the CEO or CFO immediately. HUTCHMED shall conduct an investigation and stop further payments and take other necessary measures to the Third Party Representative if the suspicions are verified through the investigation.

7. Contracts with Government Officials

- 7.1 All contracts with Government Officials require obtaining prior clearance from the CEO or CFO. With respect to interactions with healthcare organizations and healthcare professionals, this is dealt with separately and such interactions must comply with the relevant local HCO Policy and HCP Policy adopted by the relevant company within the Group, respectively.

8. Communication and Training

- 8.1 HUTCHMED shall ensure that this Policy is made available to all Employees within the Group and briefings of this Policy will be provided to new employees. All Employees will receive regular training relating to the bribery and corruption risks faced by them, as well as compliance with laws, regulations and standards of conduct which are relevant to their field of business.
- 8.2 It is every Employee's responsibility to counter bribery and corruption by adhering to this Policy. All Employees must receive and review a copy of this Policy. All Employees must then certify in writing that they (1) have reviewed the Policy; (2) agree to abide by the Policy; and (3) agree to report any potential violations of the Policy under the procedures described in paragraph 10 of this Policy.
- 8.3 It is the responsibility of every manager to communicate this Policy to their 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.
- 8.4 The Company will offer periodic anti-bribery and anti-corruption compliance training programs to educate Employees about the requirements and obligations of anti-bribery and anti-corruption laws and this Policy. All relevant Employees must participate in such training and HUTCHMED shall retain attendance records establishing compliance with this requirement.

9. Books and Records

- 9.1 The Group commits to maintain complete and accurate books, records and accounts and to the development of internal controls for financial and accounting procedures. Such procedures include, but are not limited to, proper authorization before any payments are made, proper selection of vendors or suppliers, risk-based monitoring of third-party relationships and payments, checking of validity of invoices; and review of checkpoints and alerts to manipulations or circumventions of financial processes. Such controls and procedures apply to ensure that the books, records and accounts of the Group will not encourage or conceal bribery or corruption and any "off the book" records or accounts are strictly prohibited.
- 9.2 Accurate records of all Company transactions and gifts, hospitality, or employment must be kept. All receipts and expenditures must be supported by documents that describe them accurately and properly. The falsification of any book, record or account of any company within the Group is prohibited.
- 9.3 Employees must not pay for gifts or hospitality personally as a means of evading the requirements of this Policy.
- 9.4 The Company reserves the right to conduct periodic audits to monitor compliance with these provisions.

10. Reporting of Bribery and Suspicious Activity

- 10.1 If an Employee becomes aware of any actual or suspected breach of this Policy, he/she must report such incidents in person or in writing either by email to report@hutch-med.com or by post to the General Manager - GMS in accordance with the HUTCHMED Whistleblowing Policy.² Complaints may be made anonymously.
- 10.2 The timely reporting of actual or suspected breaches of this Policy lies with the General Managers of each company or business unit within the Group having responsibility for the operation in which the incident occurs and ultimately lies with the General Manager - GMS, for independent review and who is to report actual or suspected incidents of bribery or corruption, theft, fraud or similar offences to the Audit Committee of HUTCHMED at each Audit Committee meeting or such other times as Audit Committee requires.

The General Manager of each company or business unit within the Group should keep a register recording both suspected and actual incidents regardless of the amounts involved, and report the relevant statistics to the General Manager - GMS periodically.

In addition, the General Manager - GMS will consult with the Chairman of Audit Committee to address and handle the complaints received from the Employees as and when appropriate.

- 10.3 Employees are actively encouraged to report any concerns regarding bribery and corruption. Procedures are to be in place to ensure that such complaints are logged, investigated and appropriate action is taken. All reports of bribery and corruption are to be investigated and appropriate sanctions employed. Complaints are to be treated confidentially and anonymously to the extent permitted by applicable law, 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 will not be permitted.
- 10.4 Employees must cooperate fully and openly with any investigation into alleged or suspected bribery or 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.

11. Review of this Policy

- 11.1 The Audit Committee is responsible for the periodic review of this Policy to ensure its relevance and effectiveness and shall make recommendations on any changes as may be required to the Board for approval. This Policy is posted on the website of the Company.

12. Questions

- 12.1 Questions in relation to this Policy should be directed to the CEO or CFO.

² Available at: <https://www.hutch-med.com/shareholder-information/corporate-governance/whistleblowing-policy/>

Appendix 1: Guidance on What Could Constitute Bribery

What is Bribery?

1. Bribery involves giving or offering to give any advantage, directly or indirectly, to a public servant (i.e. officers, members and employees of public bodies) or any employee of a company or other person connected with a business or any entities, as an inducement or reward for or otherwise on account of such person's conduct in relation to their employer's/principal's affairs, or for the purpose of seeking improper competitive advantage, trade opportunities or other benefits. It also involves soliciting or accepting bribes.
2. Bribery usually occurs where a person offers advantages to another as an inducement or reward for the recipient's improper performance of duties (usually to win or retain business or advantages), or where the recipient abuses his influence, authority or position for personal gain. Bribery can also take place where the offer or payment is made by or through a third party.
3. Bribes and kickbacks can consist of anything of value (i.e., an "advantage"), including but not limited to:
 - gifts, entertainment and excess hospitality, sponsored travel and accommodation;
 - cash payments or equivalents, whether by or to employees or business partners such as agents, introducers or consultants;
 - other favors provided by or to Government Officials³, suppliers or customers, such as engaging a company owned by a member of a Government Official or customer's family;
 - free use of a company's services, facilities or property; and
 - loans, loan guarantees or other extensions of credit on preferential terms, or other intangible forms of preferential treatment.
4. A non-exhaustive list setting out examples of "Red Flags" which may be indicative of bribery or corruption is detailed below and also available from the Legal Department of HUTCHMED for reference. (Please also refer to examples of third-party red flags in Paragraph 6.4 of this Policy.) If Employees spot any "Red Flags" in their dealings with a person/entity with whom the Group does or proposes to do business that arouse suspicion of bribery or corruption, they should report the matter in accordance with the reporting and escalation procedures established.

Lack of Co-operation

- Insufficient, false, or inconsistent information provided by the person, for example, when performing due diligence.
- Reluctance by the person concerned to provide any information requested for proper identification, due diligence or audit.
- Refusal to abide by the HUTCHMED Anti-Bribery and Anti-Corruption Policy or other HUTCHMED policies.

Abnormal Transactions or Requests

³ The term "Government Official" includes all officers, employees or persons acting in an official capacity for or on behalf of a government department, agency or instrumentality thereof; permitting agencies; customs officials; candidates for political office; and officials of public international organizations (e.g., the Red Cross). This term also includes officers or employees of government-owned or controlled commercial enterprises such as state-owned or controlled universities, airlines, oil companies, health care facilities or other vendors. The term also includes family members and close associates of such individuals (e.g., it is not permissible to give a gift to the sibling, spouse or child of a government employee if a gift to the individual would be prohibited under this Policy, see paragraph 4.2 of this Policy).

- Transactions or requests that are not consistent with the business activities of the person, for example, payments to a foreign country with no connection to the person.
- A request by a person to structure a transaction to evade normal record keeping and/or reporting requirements or to structure it in a way that appears to have no legitimate business purpose, for example, increasing prices or paying funds under cover of a side letter.
- Requests for or unusual fund transfers coming from or going to countries with strict banking secrecy laws or weak anti-money laundering controls or where crime/corruption is widespread.

Unclear Identity

- Traces or signs that the person is not acting on his own behalf, but is trying to conceal the true beneficial owner's identity.
- Transactions with persons with unknown addresses or post office addresses.
- Transactions which have shell companies as middlemen, especially those domiciled in secrecy havens.
- Transactions involving several individuals and companies where there is no apparent relationship.
- Transactions where money or property is passed through a consultant or representative to a Government Official to obtain certain government actions.
- Use of consultants or representatives who are closely connected with the government or a political party of the country in which the Group is doing business.
- Use of an introducer who has an apparent lack of qualifications, experiences, or resources.
- Request by a Government Official or a buyer to use a specific introducer.

Suspicious Payments, Gifts or Hospitality

- Gifts to Government Officials, political party officials, candidates for public office, customers or their families.
- Entertaining of Government Officials, party leaders, customers or their families.
- Indirect payments to customers, Government Officials or their families.
- Use, without legitimate justification, of the Group's facilities by Government Officials, customers or their families.
- Requests for unusually large commissions, retainers or other fees.
- Requests from agents/introducers for unusual methods of payment or payments to be made in a third country.
- Payments through a third party (other than a bank) that has no contractual relationship with the Group.
- Large payments by way of money order, traveler's check or cash.
- Lack of transparency in expenses and accounting records.

5. Bribery and corruption constitute criminal offences in most countries, including in China. In addition, some countries, notably the United Kingdom and the United States of America, have enacted anti-bribery and anti-corruption laws which apply to the actions of citizens and domestic companies even if the activity takes place outside the United Kingdom and the United States of America. The anti-bribery and anti-corruption laws in the United Kingdom can also apply to companies wherever incorporated which carry on a business or a part of a business in any part of the United Kingdom. Breach of these laws can lead to severe penalties for companies and individuals.

Appendix 2: Employee Anti-Bribery and Anti-Corruption Policy Certifications

This is to acknowledge that I have received, read and fully understood the Company’s Anti-Bribery and Anti-Corruption Compliance Policy (the “Policy”). I agree to comply with all the rules contained therein. I agree to report any potential violations through the appropriate channels, as discussed in the Policy. I will participate in the Company’s anti-bribery and anti-corruption training on a periodic basis. I understand that failure to comply with the Policy, Chinese laws, and all applicable anti-bribery and anti-corruption laws in countries where the Group does business may result in immediate termination and prosecution, with penalties including fines and/or imprisonment. Should I have any questions regarding the Policy, I will contact the CEO or CFO immediately.

Signature: _____
Name (print): _____
Company: _____
Department: _____
Date: _____

(This signed receipt should be returned to the HR or Legal Department and filed in the Employee’s personnel file.)