

Sino-Ocean Service Holding Limited**遠洋服務控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 06677)

(the “**Company**”, together with its subsidiaries, the “**Group**”)

ANTI-CORRUPTION AND ANTI-BRIBERY POLICY
(the “Policy”)**1 POLICY STATEMENT**

- 1.1 Probity, integrity, fairness, impartiality and commercially ethical conduct represent one of the core corporate values of the Group. The Group is committed to complying or, where necessary, exceeding the requirements of all laws and regulations, in order to prevent corruption and bribery in any business transactions. The board of directors (the “**Board**”) of the Company undertakes fully to adopt a stance of zero tolerance for any form of corruption, bribery, extortion, fraud and money-laundering, and is committed to maintaining the highest standard of business ethics and probity and procuring the highest standard of integrity in the conduct of business and operations.
- 1.2 Any form of corruption, bribery, extortion, fraud and money-laundering will undermine the reputation of a company and damage its relationships with the regulatory authorities, customers, business partners and competitors. It may result in the company and/or its employees being subject to criminal prosecution or regulatory actions and criminal or civil penalties, including fines and imprisonment, and may be detrimental company’s business.

2 SCOPE OF APPLICATION AND PERTINENT LAWS AND REGULATIONS

- 2.1 The Policy applies to the directors of the Company (the “**Directors**”), all employees under a labour employment relationship with the Group, external parties involved in businesses with the Group and parties acting in an agency or fiduciary capacity on behalf of the Group (such as agents, suppliers, consultants and contractors).
- 2.2 The Directors and employees at all grades shall comply with the laws and regulations of Hong Kong/other pertinent regions, including but not limited to laws, rules and regulations related to anti-bribery and anti-corruption, such as the “Prevention of Bribery Ordinance” (Chapter 201 of the laws of Hong Kong) (the “**POBO**”), “Criminal Law of the People’s Republic of China”, “Anti-Unfair Competition Law of the People’s Republic of China”, “Anti-Money Laundering Law of the People’s Republic of China” and the “State Administration for Industry and Commerce Provisional Regulations for the Prohibition of Commercial Bribery”.

3 POLICIES

3.1 Anti-bribery

The Group prohibits any form of corruption and bribery. Whether in Hong Kong or other regions, all Directors and employees shall not solicit, accept or offer bribery from or to any parties while conducting the Group's business, and must comply with the POBO and other applicable laws related to anti-bribery and anti-corruption while conducting any business of the Group, and shall not:

- (i) demand or accept advantages from other parties as a reward or incentive for any act in relation to the Group's affairs or favoured treatment for other parties in the Group's affairs;
- (ii) give any advantage to the agent of other parties as a reward or incentive for acts relating to the business of his/her principal or favoured treatment for other parties in relation to the business of his/her principal;
- (iii) offer any form of advantage to any public official (including staff of the government and public organisations) as a reward or incentive for any act of such personnel in relation to his or her public office or provision of favoured treatment or assistance in relation to the affairs of government departments or public organisations; or
- (iv) offer advantage to members or staff of any government departments or public organisations when dealing with any government departments or public organisations.

The act of illicitly or illegally demanding or receiving properties in exchange for conveniences afforded by their positions or demanding or receiving properties from departments, units or employees of companies engaged in business with the Group on the part of the Directors and employees is deemed as accepting bribes. Violation of the above shall be met with the punishment of critical warning, or demotion and degrading, or termination of labour contract by the Group, depending on the severity of the offence.

3.2 Accepting advantage

The Group prohibits its Directors and employees from demanding or accepting any advantage from any individual, company or organisation engaged in business with the Group or their subordinates for themselves or others. The acceptance or disguised acceptance of properties from others by the Directors and employees in exchange for conveniences afforded by their positions shall be met with the punishment of critical warning, or demotion and degrading, or termination of labour contract by the Group, depending on the severity of the offence.

3.3 Offering advantage

The Directors or employees shall not offer, directly or indirectly, advantage to individuals or any directors, staff members or agents of companies or organisations engaged in business with the Group when conducting the Group's business, with a view to influencing the business decision of such parties, or offer advantage to members or staff of any government departments or public organisations when dealing with such government departments or public organisations. Directors and employees shall not be subject to demotion, punishment or other adverse consequences as a result of refusing to make bribery payment (even though the refusal to make bribery payment could result in the loss of business for the Group).

3.4 Hospitality

The offer of business gifts and hospitality are a matter of customs and courtesy intended for the fostering of goodwill between business partners. However, problems might arise when such courtesy compromises or alleges to compromise the ability to make objective and fair business decisions. The offering or acceptance of any gift, financial reward or hospitality that might deem to be unfairly affecting the business relationship should be avoided. Therefore, the Directors or employees should refuse to accept overly extravagant or frequent hospitality from parties engaged in business with the Group (such as suppliers or contractors) or their subordinates. The following guide is applicable at any times:

Business courtesy must comply with the following principles:

- (i) It must be reasonable and not excessive;
- (ii) Its value must be moderate, whether considered independently or in light of the provision of other gifts and hospitality;
- (iii) It must be appropriate and in line with reasonable business practices;
- (iv) It must be provided solely for the purpose of establishing or maintaining business relationships or general courtesy, and not for influencing the objectivity of the receiving party in making specific commercial decisions;
- (v) It must never be provided in exchange for financial or personal advantage or benefit; and
- (vi) It must be permissible under all applicable laws, rules and regulations. Where laws setting limits to hospitality and gifts that can be accepted by government officials are usually in force in a country, such laws must be strictly complied with when dealing with the government officials of such country. When dealing with private organisations, gifts and hospitality offered must not exceed any limits set by the organisation to which the receiver belongs.

4 CONFLICTS OF INTEREST

The Group has provided guidelines for dealing with conflicts of interest to its Directors and employees, requiring the Directors and employees to avoid conflicts of interest in business operation and declare any conflicts of interest as appropriate.

5 ANTI-CORRUPTION AND ANTI-BRIBERY MEASURES

Measures adopted by the Group to prevent corruption and bribery include but are not limited to the following:

- (i) Formulation of management systems for the prevention of corruption and bribery to prevent the occurrence of various types of corruption, embezzlement and conflict of interest, safeguard against commercial bribery and deal with various illegal and illicit acts in accordance with laws and regulations;
- (ii) Establishment and maintenance of whistleblowing channels to provide effective means of reporting for internal staff of the Company, external partners, customers and the public; and
- (iii) Establishment of specialised management departments and positions for the independent investigation and handling of corruption, bribery and embezzlement.

6 RECORDS, ACCOUNTS AND OTHER DOCUMENTS

- 6.1 The Group shall establish financial and accounting control systems, including sufficient segregation of duties, authorisation controls and logging of entries or changes to ensure the accuracy and completeness of its books of account, as well as to prevent or detect any improprieties. Such system is subject to regular review and audit.
- 6.2 All business courtesies described in Paragraph 3.4 received or given shall be accompanied by documentary evidence giving due and accurate descriptions of the business courtesy, including related receipts and expenses, the nature, purpose and value (if known) of the business courtesy and the date of giving, as well as details of the giving/receiving parties. Such records must be kept.

7 WHISTLEBLOWING

- 7.1 If employees become aware of parties violating or potentially violating the Policy, they should report in accordance with the provisions of the Group's "Whistleblowing Policy". Whistleblowers may provide clues and evidence of illegal or illicit acts of the staff of the Company or its subsidiaries to the Risk Management Department of the Company by way of email, postal mail, telephone and personal visit.
- 7.2 We shall diligently examine all reported cases and conduct confidential investigation to determine whether there are violations of the laws or the Policy. All cases reported under the Policy, including any investigation outcomes, shall be forwarded to the officer in-charge of the enterprise and material incidents involved shall be reported to the Audit Committee and the Board of the Company.

8 MEASURES FOR HANDLING

The Group has formulated a discipline system. Acts of corruption and bribery proven by investigation to be true shall be subject to the following punishments based on the severity of the offences:

- (i) Verbal warning and warning letter;
- (ii) Re-posting, demotion or termination of contract;
- (iii) Fine, return of gains acquired, indemnity for losses incurred; and/or
- (iv) Cases of serious violations shall be referred to relevant law enforcement authorities for investigation and handling.

9 TRAINING

- 9.1 The Group shall provide from time to time proper training in anti-corruption to its employees, especially to the Directors, senior management and staff.
- 9.2 The Policy is published on the website of the Company and communicated to all Directors, senior management and employees and, where necessary, to the stakeholders of the Company. Any queries on the contents or application of the Policy should be addressed to the Company's Risk Management Department by email at fengxianjc@sinooceanservice.com.

10 REVIEW

The Policy shall be reviewed on a regular basis and modified as and when required to ensure its relevance to the Company's requirements and reflection of regulatory provisions and sound corporate governance practices.

(The Policy was adopted by the Board of the Company on 29 December 2022)