

**MEDIALINK GROUP LIMITED**  
**羚邦集團有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*

**Anti-Corruption Policy**  
*(Internal Use Only)*

## **1. POLICY**

Medialink Group Limited (the “**Company**”) upholds good corporate governance and requires all employees to conduct themselves with integrity, in an ethical and proper manner. The Company is committed to achieving a high standard of business conduct and has zero tolerance for any form of fraud or bribery, and is committed to the prevention, detection and investigation of all forms of fraud and bribery. Definition of fraud and some examples of fraudulent behaviour that may impact the Group are set out in Appendix 1 to this Policy. Guidance on what could constitute bribery is contained in Appendix 2 to this Policy.

This Policy applies to the Company and its subsidiaries (collectively, the “**Group**”), all permanent, contract or temporary employees, secondees and directors of the Group (the “**Employees**”).

Employees are required to adhere to this Policy, and conduct themselves with integrity, in an ethical and proper manner, and in compliance with all applicable anti-bribery laws and regulations of the jurisdictions in which the Group operates, in particular the Prevention of Bribery Ordinance (Cap.201) of Hong Kong.

## **2. SOLICITING ADVANTAGES**

(a) The Group prohibits the solicitation of any advantage by an Employee from any person (including but not limited to clients, contractors, suppliers, and government officials), in connection with the Group’s business.

(b) Any facilitating payment is strictly prohibited.

## **3. ACCEPTING ADVANTAGES**

(a) Under the Prevention of Bribery Ordinance, ‘advantage’ means:

(i) 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;

(ii) any office, employment or contract;

- (iii) any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;
  - (iv) 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;
  - (v) the exercise or forbearance from the exercise of any right or any power or duty; and
  - (vi) any offer, undertaking or promise, whether conditional or unconditional, of any advantage within the meaning of any of the preceding paragraphs.
- (b) Provided that the advantage is not given to influence any business decision or the performance of his or her duties, an Employee is permitted to accept the following only:
- (i) Employees may accept non-cash gifts not exceeding HK\$500 (or equivalent of US\$64) in value when attending social occasions on behalf of the Group. Acceptance of non-cash gifts of whatever value must be declared to the Head of Human Resources Division via the Employee's Business Head with a recommendation on how the gifts should be disbursed, with the exception of souvenirs inscribed with the organisation's logo and of limited commercial value;
  - (ii) Employees may accept hampers during festive seasons (when such hampers are traditionally exchanged). For all hampers of whatever value, Employees must declare them to the Head of Human Resources Division via the Employee's Business Head with a recommendation on how the hampers should be disbursed;
  - (iii) An Employee may accept and keep a 'Lai See' not exceeding HK\$100 (or equivalent to US\$12.8) from a giver who has business relationship with the Group. If an Employee receives a 'Lai See' that exceeds HK\$100 (or equivalent to US\$12.8), it should be returned to the giver immediately. If the giver cannot be identified, the Employee must surrender the 'Lai See' to the Head of Human Resources Division via the Employee's Business Head for further action;

(c) Commercial discounts which are fairly and reasonably available to other persons outside the Group; and

(d) The Group does not allow its Employees to accept gifts from any external party in relation to any external organisation's contracts, including contracts tendered by the government entities and quasi-government entities.

(e) If an Employee suspects the acceptance of an advantage could affect the proper discharge of his or her duties or place the Employee under an obligation to act against the Group's interests, he or she should always decline to accept the advantage.

(f) Any free trips or travelling expenses are considered as advantages. Without the prior consent of the Executive Committee of the Company, acceptance of such advantages is strictly prohibited.

#### **4. OFFERING ADVANTAGES**

(a) The Group prohibits offering of any advantage by an Employee to any person (including but not limited to clients, contractors, suppliers, licensors, licensees, principal, and government officials), in connection with the Group's business.

(b) Offering of gifts should be exercised with caution and in compliance with the Group's guidelines on gifts and hospitality under the Code of Conduct.

(c) Offering free trips or reimbursing travelling expenses incurred that are directly for the purpose of promoting, demonstrating or certifying the Group's business and service may be proper, with the prior consent of the Executive Committee of the Company.

#### **5. CHARITABLE CONTRIBUTIONS**

(a) The Group participates in charitable activities and encourages Employees to do the same, under circumstances that comply with applicable laws and regulations, provided that:

- There is no misuse of donations intended for a project/ event by the organiser, where the project/ event is not actually to be carried out as claimed; and
- Employee cannot make a personal gain from the donations.

(b) Charitable contributions should never be made with the intent to influence any business decision.

## **6. POLITICAL CONTRIBUTIONS**

(a) Employees should never use the Group's resources in connection with his or her personal political activities. Political contributions should always be made at the Employee's own time and expense, without any linkage with the Group, and under circumstances that comply with applicable laws and regulations. The Group will not reimburse any personal political contributions.

## **7. ENTERTAINMENT**

(a) Employees may accept invitations to business lunches or dinners from business associates provided they are not lavish, unreasonably generous or frequent that may give rise to any potential or real conflicts of interest. Employees are encouraged to attend such events with other colleagues(s) and not alone.

(b) Since departments may have different entertainment needs, Business Heads will provide specific guidelines to Employees on accepting entertainment invitations from third parties. To uphold integrity, all entertainment must pass the 'Sunshine Test' i.e. the entertainment is disclosed openly, without any sense of misgiving.

(c) Where declining an invitation could be interpreted as being impolite, an Employee may accept on the understanding that he or she will be allowed to reciprocate.

## **8. TRAINING AND MONITORING**

(a) The Group conducts periodic internal monitoring and bribery and corruption risk assessments to ensure bribery and corrupt activities are prevented.

(b) The Group will review the Anti-Corruption Policy from time to time in accordance with its corporate strategies and development on governance issues relating to its operations.

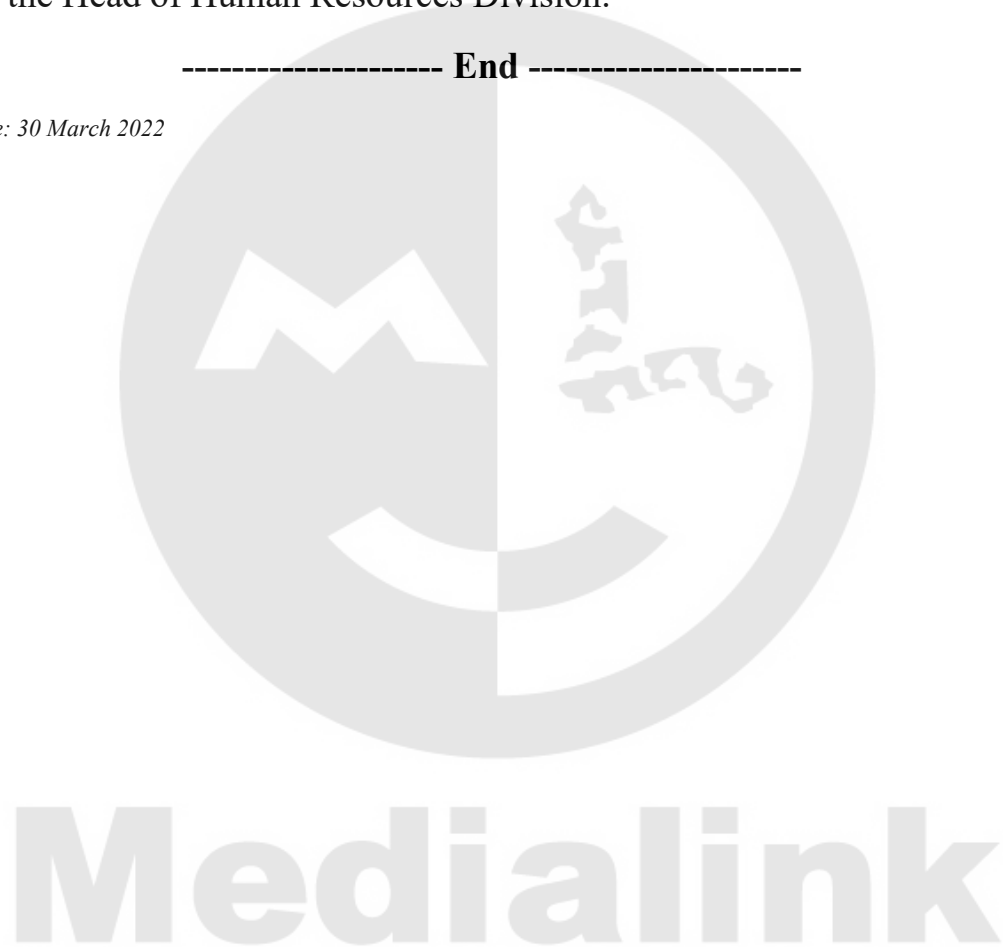
## **9. Reporting of Bribery and Suspicious Activity**

(a) If any Employee becomes aware of any actual or suspected breach of this Policy, he/she must report such incidents. Please refer to the Whistleblowing Policy which provides a mechanism for Employees and those who deal with the Group to raise concerns on any suspected misconduct or malpractice.

If there are any questions about the contents or application of this Policy, please contact the Head of Human Resources Division.

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*Last update: 30 March 2022*



## **Appendix 1: Fraud**

1. The term “fraud” commonly encompasses deceptive conduct with the intention of making some form of financial or personal gain, or causing another person suffers a loss. It includes, but is not limited to, deception, bribery, forgery, extortion, theft, conspiracy, embezzlement, misappropriation, false representation, concealment of material facts, and collusion.
2. Examples of general types of fraudulent behaviour that may impact the Group include but not limited to:
  - (a) obtaining financial advantage or any other benefit by deception or abuse of authority granted by virtue of official position or duty;
  - (b) unauthorised trading activities involving conflict of interest and/or gaining of personal interests;
  - (c) improper use of business information not released to the public and/or commercially sensitive information;
  - (d) theft, unauthorised use and/or disposal of Group assets or resources;
  - (e) false accounting and/or misleading disclosures;
  - (f) false declaration of work performed or misstatement of materials used in projects; and
  - (g) false payroll, false invoicing or false expense claims.
3. There is no set monetary threshold that defines a fraud. It is not necessary for the fraud to be successful to be viewed as a fraud.

## **Appendix 2: 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, as an inducement or reward for or otherwise on account of such person's conduct in relation to the affairs of their employer or principal. 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 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:
  - gifts, excessive entertainment and hospitality, sponsored travel and accommodation;
  - cash payments, whether by or to employees or business partners such as agents, finders, introducers or consultants;
  - other favours provided by or to public officials, suppliers or customers, such as engaging a company owned by a member of a public 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.