

Geely Automobile Holdings Limited

Anti-corruption Policy

The 1st Edition

(Approved and adopted by the Board on 18 March 2022)

1. Purpose and objectives

Geely Automobile Holdings Limited and its subsidiaries (hereinafter referred to as the “Group” or “Geely”) strictly adheres to the ethical standards associated with our business practices and is committed to upholding business ethics and probity, pursuing high standard of integrity, and not tolerating any corrupt practices. At the same time, Geely also abides by the anti-corruption laws and regulations of the places where it carries out business, including but not limited to the anti-corruption laws and regulations in the People’s Republic of China, the *Prevention of Bribery Ordinance* (Chapter 201, Laws of Hong Kong) and the *United Nations Convention Against Corruption*, etc.

Geely believes that business corruption not only affects fair competition in the market, but also has an adverse impact on the society and the enterprise’s development. Therefore, Geely values integrity and transparency and ensures that the Board of Directors and the management set the right direction from the top. Geely adopts zero-tolerance approach when it comes to any corrupt practices by directors and employees at all levels (including all full-time, part-time and temporary employees) of the Group or business partners (e.g. agents, suppliers and contractors, etc.), and all of these cannot be exempted from the regulation by the Group’s Anti-corruption Policy (the “Policy”).

The Policy has been formulated to ensure compliance with the ethical standards associated with its business and applicable anti-corruption laws, and to prevent any payments or other acts that may lead to corruption risk. Geely encourages business partners with whom it does business to develop and implement anti-corruption policies of the same standard.

2. Policy

2.1. Prohibition of bribes and improper payments

The Group prohibits all bribes, kickbacks, improper payments or undue benefits under any circumstances and promising, giving or authorizing a third party to give money or anything of value to any individual or entity to improperly influence the recipient’s decision or judgment so as to obtain or retain business or other undue benefits.

Employees of the Group and partners carrying out business in the name of Geely cannot engage in:

- Bribery or offering of undue benefits - The offering, gifting or giving of anything of value to exert undue influence over the acceptor of bribe in such a way so as to benefit the giver of bribe in some way. If this involves a violation of law or crime, it will be referred to the judicial authorities for handling;
- Third-party payment - The gifting or offering of money, gifts or other forms of anything of value to any third party despite suspicion or knowledge that the third party will provide anything of value to any individual to improperly influence his or her decision or judgment so as to obtain or retain business;

- Kickbacks - The improper offering, gifting or giving of any amount of money to any individual (especially an employee of a counterparty to a transaction) for the purpose of obtaining aid in a business transaction;
- Facilitating payments - Facilitating payments or expedited fees (also known as “bribery expenditures”) paid to public officials or other individuals to expedite access to non-discretionary, routine or clerical government or non-government process affairs, such as documents or permits, except for the officially announced expedited fees (e.g., expedited passport fee). According to the Policy, the Group is permitted to pay facilitating payments or expedited fees only in cases involving personal safety, and should report the incident to the Compliance Office promptly after its occurrence.
- Political contributions - Political contributions made to political parties or public officials for the purpose of gaining executive, legislative, administrative or other support for the Group;
- Extravagant or frequent entertainment - Although entertainment is generally an acceptable business and social activity for business purposes, directors and employees should refuse to accept overly extravagant or frequent entertainment from persons with whom the Group has business dealings (such as suppliers or contractors) or their subordinates so as not to owe favors to the persons providing the entertainment.

2.2. Account books and records

According to law, Geely should maintain its account books, records and accounts in a reasonable and accurate manner so as to fairly reflect the details of all transactions, payments, expenses and disposal of assets. Such conduct is critical to the Group’s performance of its legal obligations. Employees of the Group shall not:

- falsify or fabricate the Group’s account books or records or omit to record transactions that should be included in the Group’s account books for any reason;
- fail to maintain proper accounting controls as required;
- fail to maintain detailed and accurate records of payments and expenses as required;
- deviate from applicable accounting and financial reporting related standards, principles, laws or practices;
- establish separate undisclosed or unrecorded account books for the Group other than the statutory account books;
- fail to properly prepare all reports and records as required by the management.

In Hong Kong, intentional use of documents containing false information to deceive or mislead the company, regardless of whether there is any gain or advantage involved, may constitute an offence under the *Prevention of Bribery Ordinance*.

Employees in other regions should be aware that they may be in violation of local laws and regulations.

2.3. Business partner due diligence

Geely will only work with reputable and honest business partners. To prevent the Group from being held liable for the misconduct of its business partners, employees of the Group must be prudent in collecting information about the business partners. To ensure that the relevant business partners meet the requirements of the Policy, Geely has established due diligence procedures to require relevant business personnel to conduct due diligence on business partners. Such procedures include, but are not limited to, pre-contractual and post-contractual due diligence, third-party verification, and enforcement of anti-corruption contractual terms applicable to specific business transactions, trainings, post-contractual or post-transaction due diligence and dynamic management. Suppliers are advised to refer to the *Supplier Code of Conduct of Geely*.

2.4. Gifts, entertainment and travel related expenses provided to external parties

Gifts, entertainment and travel related expenses provided to external parties must be reasonable, properly recorded and fully reimbursed, shall not serve improper purposes, and must comply with the Group's relevant policies.

3. Reporting responsibilities

All the employees of Geely are obligated to stop or report any violation of the Policy. Any employee becoming aware of anything suspicious shall immediately report to his or her immediate supervisor, the compliance department of the unit where he or she belongs to or the Compliance Office. The compliance department of each unit shall report to the Compliance Office within two working days after receipt of the report. The Group shall keep the information of the informant confidential to protect him or her from retaliation.

Contact information of the Compliance Office: Tel: +86 4000571840; Email: geelyauto.coc@geely.com.

4. Consequences of violation

Violation of anti-corruption and anti-bribery laws may result in serious civil, administrative and criminal penalties and reputational damage to the relevant individual, Geely and its business partners. In addition, any violation of applicable laws or the Policy involving major events needs to be reported to Geely's Board of Directors and may result in disciplinary action, including termination of labor agreements.

5. Anti-corruption programme and training

To enhance directors and employees' integrity and probity in business practices and their awareness in this regard, Geely has established and continues to run a clearly structured compliance training system covering all staff, including mechanisms to identify and assess corruption risks and controls to mitigate the risks. It also provides resources to ensure that compliance training is carried out in an orderly manner to ensure its relevance and effectiveness.

6. Definitions and concepts

The following are relevant definitions and concepts referred to herein. Please consult the compliance department or refer to the relevant local laws, regulations and interpretations in case of any doubt. In Hong Kong, please refer to the relevant interpretation of the *Prevention of Bribery Ordinance*.

6.1. Public officials - The term “Public officials” means:

- an officer or employee of any government unit or agency (including government-controlled enterprises);
- an officer or employee who performs official duties in any government unit or agency;
- an officer or employee of any company or business wholly or partly owned by the government (e.g., a state-owned enterprise);
- an officer or employee of any international organization, such as the World Bank or the United Nations;
- an officer or employee of a political party or an officer or employee who performs official duties on behalf of a political party;
- any candidate for political office;
- any person who has retired from public service for within three years and has certain influence on the Group’s business operations.

6.2. Government - Any agency, unit, division or other institution of the country, province (state) or local government at any level, including government-owned or government-operated hospitals or health facilities, as well as businesses, enterprises, companies or organizations wholly or partly under the control of regulatory agencies or the government.

6.3. Anything of value - money and things including but not limited to the following (except in accordance with the Group’s policies or with the prior approval of the compliance department of Geely)¹:

- Shares
- Entertainment²
- Gifts ²
- Discounts on products and services not available to the general public
- Job opportunities
- Assumption or forgiveness of debt
- Payment of travel expenses
- Items easily convertible to cash

¹Requirements related to permitted gifts are set forth in the internal *Management System on Gifts and Entertainment*.

²Detailed regulations are set forth in the internal *Management System on Gifts and Entertainment*.

- Charitable donations and/or political contributions to political parties, public officials and candidates for public office in the name and interests of or on behalf of a party
- Personal interests

6.4. Payments - Transfer of money, shares, bonds or any other property, payment of fees, provision of services of any kind, assumption or forgiveness of any debt, or transfer of any goods, services, tangible or intangible assets for the benefit of the end-user.

6.5. International organization - A non-governmental organization engaged in addressing political and global affairs and expressly recognized by various anti-corruption laws, which includes organizations such as the World Bank, the International Finance Corporation, the International Monetary Fund, and the Inter-American Development Bank. If you have any question about any organization being considered a public international organization for purposes of the Policy, please contact the Compliance Office.

6.6. Business partners - Business partners are external organizations or individuals with whom the Group has business relations and who represent the interests of the Group, including joint venture partners, suppliers, contractors, distributors, advertising agencies, public relations firms, consulting firms, freight forwarders, shippers, representatives, agents, attorneys, brokers, and consultants. The anti-corruption laws generally do not distinguish between the actions of the Group and those of business partners acting on its behalf. Therefore, employees of Geely should acquaint themselves with the businesses conducted by the business partners for which they are held accountable and ensure that the business partners and Geely reach a consensus on the manner in which businesses are conducted and that the business partners agree to abide by the principles of the Policy.

6.7. Hong Kong - the Hong Kong Special Administrative Region of the People's Republic of China.

7. Periodic review and policy disclosure

The Policy will be reviewed annually and revised as necessary to ensure its effectiveness and will be disclosed on the website of Geely Automobile Holdings Limited (www.geelyauto.com.hk).