

## **Anti Corruption Policy**

CNBM is committed to eradicating corruption in all aspects of the Company's value chain to enhance anti-corruption awareness among employees at all levels and suppliers, ensure that they conduct themselves in accordance with professional ethics, and fulfill their responsibilities with a fair and upright attitude.

These standards apply to all employees of the Company and all affiliated companies, including full-time, part-time, outsourced employees, as well as stakeholders who have business dealings with the Company and all affiliated companies.

(The English translation of the Policy is for reference only and the Chinese version shall prevail in case of any inconsistency between the Chinese version and English translation thereof)

### **1 BRIBERY, COMMUNICATION AND BENEFITS**

Bribery is strictly prohibited by the Company, and no employee is allowed to offer, solicit or accept bribes, including soliciting or providing any benefits from or to customers, suppliers, legislative and/or law enforcement authorities or other personnel related to the Company's business; or act as a third-party intermediary to provide, solicit or accept any benefits. Anyone who solicits or accepts benefits in any form by taking advantage of his authority, regardless of getting permission from superior leaders, shall be deemed as violation of the Code.

- 1.1 Providing benefits: under no circumstances should employees offer bribes or illegitimate benefits to any individual or institution to seek personal gains or Company benefits.
- 1.2 Soliciting benefits: employees shall not directly, indirectly or in any form, solicit any benefits from any institution or individual related to the Company's business.
- 1.3 Accepting benefits: if an employee accepts any benefits directly or indirectly related to the Company's business, which would hinder his/her objective judgment and handling of related business, induces him/her to violate or harm the interests of the Company, leads to violation of laws and regulations and requirements of the place of listing, triggers complaints about favoritism or misconduct, and/or makes the employee feel that it is necessary to repay the giver in business, the employee shall not accept the benefits.
- 1.4 All acts related to facilitation payment are prohibited.

## **2 HANDLING CONFLICTS OF INTEREST**

### **2.1 Definition of conflict of interest**

The common conflicts of interest include but are not limited to the following situations:

- 2.1.1 Having undeclared financial interests/transactions with any suppliers, service providers or related personnel that have business dealings with the Company;
- 2.1.2 Hiring service providers who are working or have worked for the Company to work or provide services, goods, etc. for themselves and/or their immediate family members;
- 2.1.3 Providing special preferential treatment to individual suppliers, service providers, customers, job seekers, subordinates or superior leaders, etc. for personal reasons;
- 2.1.4 Employees or their immediate family members (including parents, children and spouses) are getting engaged in or consider engaging in matters, investment or activities that have a conflict of interest with the Company or may cause a conflict of interest;
- 2.1.5 Carrying out external work within the Company by taking advantage of the working hours and the Company's assets (including human resources).
- 2.1.6 Providing assistance to the Company's competitors; and
- 2.1.7 Privately providing or manufacturing services or goods that compete with the Company.

### **2.2 Declaration of conflict of interest**

The employees shall avoid actual or foreseeable conflicts of interest between individuals and the Company or ones that may affect their judgment in performing their duties. The employees shall report all actual or foreseeable conflicts of interest in a timely manner.

- 2.2.1 If the employees realize that there is or may exists a conflict of interest with the Company, they must immediately report to their department heads in writing.

2.2.2 If the employees fail to comply with the above requirements, severe disciplinary punishment may be imposed, including demotion, dismissal, etc.

### **3 INSIDER TRADING**

3.1 If employees have any important information about the Company or any other listed companies with which the Company does business and/or non-public data sensitive to stock prices, the employees shall not buy or sell the securities of the Company or these listed companies, or disclose relevant information to others before such data is made public.

3.2 The employees shall abide by all laws and regulations regarding insider trading. Any employee involved in insider trading will be punished according to relevant rules of the Company, or even dismissed. Meanwhile, the Company will also report to relevant law enforcement agencies.

### **4 PREVENTING MONEY LAUNDERING**

Money laundering is using otherwise lawful business transactions as a way to hide the source of money that has been obtained illegally. Money laundering typically involves payments in the form of cash or money order. Suspicious activity includes: large cash transactions as well as customers who are reluctant to provide verifiable information. We are committed to complying with applicable anti-money laundering and counter terrorist financing laws and regulations. We do not condone, facilitate, or support money laundering or terrorist financing.

All the employees should:

4.1 Watch out for irregularities in the way payments are made.

4.2 If you have concerns about a payment, request an alternative form be used and report the concern to your manager.

4.3 If the transaction seems suspicious, report it to Legal and Compliance Department, even if you do not move forward with the transaction.

## **5 COMPETING FAIRLY**

In a free market system, competition drives efficiency and innovation, and companies compete on a level playing field. Violations of laws that protect competition can lead to penalties that include large fines, jail time, damaged reputation and exclusion from government contracts. Fair competition is in everyone's best interest. We are committed to complying with competition/antitrust laws wherever we operate.

All the employees should:

- 5.1 Please refer to this Code when interacting with competitors at all time.
- 5.2 Seek guidance from Legal and Compliance Department, whenever a competition/antitrust law question arises.
- 5.3 Compete vigorously using public information and competitive circumstances to your best advantage.
- 5.4 Remember that compliance is always in the Company's best interest. No one is ever authorized to violate the law.
- 5.5 Do not discuss with a competitor any terms on which you compete, prices, or allocations of jobs, customers, or markets.
- 5.6 Do not discuss with a competitor whether or not you intend to submit a bid or quote for any particular project or customer.
- 5.7 Do not talk to anyone about boycotting or refusing to deal with certain suppliers or customers.
- 5.8 Do not take any action solely for the purpose of causing damaging to, or retaliating against, a competitor.

## **6 ILLEGAL AND IMPROPER PAYMENTS**

The Company and all employees are not allowed to use property or other means to bribe and sell goods. Those who secretly give kickbacks to the other party's company or individual outside of the account shall be punished as bribery. When selling services and goods, if discounts are required to be given to the other party, including but not limited to commissions, physical items, etc. to intermediaries, they must be explicitly given to the other party, and possible supporting documents must be provided, and the finance department must be notified to truthfully enter the account.

## **7 BUSINESS PARTNERS, SUPPLIERS, AND CUSTOMERS**

### **7.1 Access to goods and services**

The Company guarantees fair trade with our suppliers, fair competition in the competitive evaluation process to determine suppliers, without any discrimination or deception. The selection of suppliers should be based on the prices, services, quality, and reputation provided by the suppliers, and in accordance with the principle of being beneficial to the long-term business development of the company. When dealing with suppliers, employees should always maintain fairness and should not attempt to exert influence to obtain “special treatment” for a specific supplier, as this can jeopardize our competitive selection process. Employees cannot accept or demand personal benefits from suppliers and target suppliers to prevent damaging the fairness of supplier product and price evaluation. Employees should also keep confidential the pricing or product information submitted by suppliers or potential suppliers to the Company. The procurement agreement should be appropriately approved and clearly define the services and products provided, the calculation basis for payment, and the applicable prices and fees. The payment amount must match the service or product provided.

### **7.2 Items, discount, and gifts**

For items, discount and gifts provided by suppliers during the procurement negotiation process, they should be reflected in the procurement contract in principle. For situations where there is no contract or cannot be reflected in the contract, the gift should also be considered as an asset of the Company, rather than a personal gift for employees participating in negotiations.

### **7.3 Interactions with potential customers and clients**

The Company is committed to meeting all customer needs, ensuring customer satisfaction, and maintaining long-term partnerships with customers. Employees shall not intentionally make false statements to customers regarding the products or services of the Company or competitors. All comparisons with competitors must be accurate, based on publicly available information and not misleading. Employees are not allowed to sign sub agreements or private agreements with clients outside of written contracts. Employees shall not directly or indirectly provide money or any other form of bribery to government officials in order to obtain or retain customers.

## **8 DONATIONS**

Donations, patronage, and sponsorship may be used to conceal an undue advantage. They may constitute, or be seen to constitute, acts of direct or indirect corruption regardless of their monetary value. This risk is greater when public officials have a direct or indirect connection to the event or activity benefitting from the donation, patronage, or sponsorship. All contributions, whether they are made in the context of patronage, donations, or sponsorship, must go through an approval process which becomes more rigorous as the value of the contribution increases. Close attention must be paid to what the financing or donations are used for, especially when the potential beneficiary of patronage, donation, or sponsorship is or has ties to a public official, public authority, a Politically Exposed Person (PEP), or has ties to one of our customers.

## **9 REQUIREMENTS FOR SUPPLIERS**

The Company implements a “fair, open, and just” sunshine procurement model, by increasing the proportion of open bidding, expanding the scope of price seeking, and continuously improving procurement transparency. All departments and affiliated companies of the Company should send integrity notification letters or sign integrity commitment letters and integrity contracts to relevant parties when signing contracts with suppliers, including clauses prohibiting cooperation from providing various benefits and conveniences to the Company staff, their relatives, and specific related parties. At the same time, as a one-vote veto system, clean and honest employment will prevent suppliers from participating in bidding and will be blacklisted in case of any violations.