

厦门建发股份有限公司  
反腐败和反贿赂政策  
**Xiamen C&D Inc.**  
**Anti-Corruption and Anti-Bribery Policy**

**1 目的 Purpose**

公司对一切形式的腐败和贿赂采取零容忍的态度，致力于以诚实和合乎道德的方式进行本公司的业务，在本公司运营的所有业务交易和关系中以专业、公平和诚信的方式行事，并实施有效的机制以防范腐败和贿赂行为。为阐明本公司的工作人员在遵守和维护本公司反贿赂和反腐败立场方面的责任，以及就如何识别和处理贿赂和腐败事宜向本公司工作人员提供信息和指导，特制定本政策。

The Company adopts a zero-tolerance approach to all forms of corruption and bribery, and commits to honest and ethical business conduct, acting professionally, fairly, and with integrity in all business transactions and relationships during business operations. Effective mechanisms are implemented to prevent corruption and bribery. The Company has formulated this policy to clarify the responsibilities of Company employees in complying with and upholding the Company's anti-bribery and anti-corruption stance, as well as providing information and guidance to employees on how to identify and handle bribery and corruption matters.

**2 适用范围 Scope**

本政策适用于建发股份及所属全资和控股公司。各单位可根据其实际情况及行业特点制定相应的反腐败和反贿赂政策，并需与本政策保持一致。

This policy applies to Xiamen C&D Inc. and its wholly-owned and holding companies. Each unit may develop corresponding anti-corruption and anti-bribery policies based on its actual situation and industry characteristics, which must be consistent with this policy.

**3 腐败和贿赂的含义 Definition of corruption and bribery**

**3.1 腐败是指滥用权力或职位（例如个人的公职）而谋取私利。**

Corruption is the abuse of power or position, such as an individual's public officer position, for personal gain.

**3.2 贿赂是指提供、承诺或给予财物或利益以诱使某人不当执行相关职能或进行相关活动；或收受、接受、索取财物或利益，以不当地执行相关职能或进行相关活动。**

Bribery is the act of providing, promising, or giving money, goods, or benefits to induce someone to perform their duties or engage in related activities improperly. It can also involve the act of accepting, receiving, or soliciting money or benefits to perform one's duties or practice related activities improperly.

#### 4 利益冲突的含义 **Definition of conflict of interest**

利益冲突是指个人或组织在履行职责过程中，因存在其他利益关系而导致其客观性、公正性或判断力可能受到不当影响的情形。

Conflict of interest refers to a situation in which an individual or organization, during the performance of their duties, may have their objectivity, fairness, or judgment unduly influenced due to the existence of other interests or relationships.

#### 5 禁止事项 **Forbidden Activities**

##### 5.1 禁止员工亲自或委派他人代其进行以下行为：

Employees are prohibited from engaging in or appointing others to perform the following actions:

##### 5.1.1 向公职人员行贿：向公职人员或其代表提供、给予或承诺支付款项或任何其他有价物，以获取不正当利益；

Providing, giving, or promising to pay money or any other valuable item to public officials or their representatives to obtain undue benefits.

##### 5.1.2 向私人机构行贿：以期望获取商业利益或回报已获取的商业利益；提供、给予、承诺支付款项或任何其他有价物，或奖励已经给予的商业利益；

Bribing private entities in the expectation of gaining business advantages by offering, giving, or promising to pay money or any other valuable item; paying money or any other valuable item as a reward for previously obtained commercial benefits.

##### 5.1.3 给予或接受商业贿赂：在任何商业谈判或投标过程中给予或收受款项或任何其他有价物，若该行为可被认定为有意或可能影响结果；

Providing or accepting commercial bribes including money or any other valuable item during any business negotiation or bidding process if such behavior can be deemed as intentionally or potentially influencing the outcome.

##### 5.1.4 第三方进行的行贿：员工从第三方接受款项或任何有价物，且该行为是为使本公司向第三方或其他任何人提供商业利益作为回报；

Receiving money or any other valuable item from a third party, where such action is taken to provide business benefits from the Company to the third party or any other person as a reward.

##### 5.1.5 报复：向某拒绝触犯贿赂行为的、或按本政策提出关注事项的人士进行威胁或报复；

Threatening or retaliating against individuals who refuse to engage in bribery or raise concerns under this policy.

##### 5.1.6 其他行为：参与任何可能导致违背本政策的其他行为。

Engaging in any other actions that may result in a violation of this policy.

##### 5.2 本公司禁止任何形式的疏通费。疏通费通常是促使或加快取得例行职责或行动的执行而支付的非官方收费。

The Company prohibits any form of facilitation payments. Facilitation payments are typically unofficial payments made to expedite or speed up the performance of routine duties or actions.

## **6 礼品和招待 Gifts and Hospitality**

- 6.1 公司规范管理礼品和招待的收受，避免产生实际或潜在的贿赂或腐败风险。

The Company regulates gifts and hospitality to prevent actual or potential risks of bribery or corruption.

- 6.2 本公司仅提供或接受属于正常商务礼仪范围内的礼品和招待，礼品和招待必须满足适当的类型，且在规定的价值标准之内。

The Company only provides or accepts gifts and hospitality that fall within the realm of standard business etiquette. Gifts and hospitality must satisfy appropriate types and remain within the prescribed value limits.

- 6.3 本公司不提供或接受：

The Company does not provide or accept:

- 6.3.1 意图或可能影响决策或其他行为的礼品和招待；

Gifts and hospitality intended or likely to influence decisions or other actions.

- 6.3.2 意图获取不当利益的礼品和招待；

Gifts and hospitality intended to obtain improper benefits.

- 6.3.3 现金形式的礼品和招待，包括可兑换现金的充值卡或礼品卡等其它现金等价物；

Cash-based gifts and hospitality, such as rechargeable cards or gift cards that can be exchanged for cash or other cash equivalents.

- 6.3.4 其它会被视为贿赂的礼品和招待。

Other gifts and hospitality that would be considered as bribes.

- 6.4 任何员工在向第三方提供、提出或承诺与本公司业务相关的礼品或招待之前，均须取得有权审批人的预先批准。

Employees must obtain prior authorized approval before providing, offering, or promising any gifts or hospitality related to the Company's business to third parties.

- 6.5 本公司员工如果无法拒绝从第三方收受超过规定价值的礼品或有价物，应将收受的礼品或有价物统一上缴公司相关部门登记处理。

Suppose an employee is unable to refuse gifts or valuable items from a third party that exceed the prescribed value. In that case, they should promptly submit the received gifts or valuable items to the relevant department of the Company for registration and handling.

## **7 赞助、慈善捐赠和社区投资 Sponsorship, Donations and Community**

### **Investment**

- 7.1 本公司禁止为了掩饰贿赂或谋取不正当的商业利益而进行赞助、慈善捐赠或社区投资行为。本公司的赞助、慈善捐款或社区投资行为不可影响任何商业决策。

The Company strictly prohibits engaging in sponsorship, donations, or community investment activities to conceal bribery or seek undue business advantages. The Company restricts its sponsorship, donations, or community investment activities from interfering with business decision-making.

- 7.2 本公司进行赞助、慈善捐赠或社区投资须遵守相关法律法规及公司规章制度，须履行公司内部相应审批决策程序，妥善保存该等捐款、赞助或社区投资记录。

The Company's sponsorship, donations, or community investment activities must comply with relevant laws and regulations and Company policies. These activities should adhere to the appropriate internal approval processes within the Company, and records of such donations, sponsorship, or community investments should be diligently maintained.

## **8 报告 Whistleblowing**

- 8.1 公司鼓励员工尽早就有关贿赂或腐败的任何事项或怀疑提出关注。

The Company encourages employees to raise concerns or suspicions regarding bribery or corruption matters as early as possible.

- 8.2 若员工收到行贿、受贿的要求，或员工认为或怀疑任何贿赂、腐败或其他违反本政策行为已经或即将发生，该员工必须尽早上报公司，或按本公司举报政策进行举报。

If an employee receives a request for bribery or corruption or believes or suspects that any bribery, corruption, or other violations of this policy have occurred or are about to occur, the employee must report it to the Company as soon as possible or follow the Company's whistleblowing policy to make a report.

- 8.3 因拒绝行贿、受贿，或就他人不当行为进行举报或提出关注的员工，可能会担心遭到报复。本公司提倡公开透明，并对任何按本政策提出善意且真切关注事项的人士提供支持，即使所提出的关注事项被认定为不准确的。

Employees who refuse to engage in bribery, report misconduct, or raise concerns about the improper actions of others may be concerned about retaliation. The Company advocates for openness and transparency and supports anyone who raises genuine and sincere concerns by this policy, even if the raised concerns are later found to be inaccurate.

- 8.4 本公司承诺确保没有人会因拒绝参与贿赂或腐败，或善意举报其怀疑实际或潜在的贿赂或其他已经发生或将要发生的腐败犯罪行为，而遭受不利待遇。不利待遇包括解雇、纪律处分、威胁或与提出关注事项有关的其他不利待遇。若员工认为其遭受了任何此类待遇，其应立即上报公司。

The Company commits to ensuring that no one will suffer adverse consequences for refusing to participate in bribery or corruption, or for making a good faith report of suspected actual or potential bribery or other corrupt practices that have occurred or are about to occur. Adverse consequences include dismissal, disciplinary action, threats, or

any other detrimental treatment related to raising concerns. Employees who believe they have experienced such treatment should immediately report it to the Company.

## **9 责任追究 Accountability**

- 9.1 任何违反本政策而进行行贿或受贿的员工将面临处罚，并可能导致其因（重大）不当行为而被解雇。

Employees who violate this policy by engaging in bribery or accepting bribes will be subject to disciplinary action including termination of employment due to (serious) misconduct.

- 9.2 任何供应商、顾客、代理、顾问及其他为本公司工作的第三方若违反本政策，本公司可能终止与其达成的业务合作，并且其可能面临本公司可采取的任何其他法律手段。

Any suppliers, customers, agents, consultants, and other third parties working for the Company violating this policy may result in the termination of their business cooperation with the Company and may face any other legal measures that the Company can take.

- 9.3 本公司有权将违反本政策的行为呈交有关政府机构、当地监管机构或执法机构进行处理。

The Company has the authority to report any violations to relevant government agencies, local regulatory bodies, or law enforcement authorities for appropriate action.

## **10 培训 Training**

- 10.1 本公司将向所有新入职员工就本政策进行培训。

The Company will provide training on this policy to all new hires.

- 10.2 所有员工，尤其是管理层或可能面临贿赂或腐败风险的员工，应当定期接受如何遵守本政策的相关培训。

All employees, especially those in management positions or who may face bribery or corruption risks, should receive regular training on complying with this policy.

## **11 生效 Effective Date**

- 11.1 本政策经公司管理层审议通过，由公司管理层负责监督实施。

This policy has been reviewed and approved by the Company's management, which is responsible for the oversight of its implementation.

- 11.2 本政策自公布之日起生效。

This policy shall come into effect from the date of publication.

厦门建发股份有限公司

**Xiamen C&D Inc.**

2026年4月22日

**April 22, 2026**