



中國太平保險控股有限公司

China Taiping Insurance Holdings Company Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 966)

Anti-Corruption Policy of China Taiping Insurance Holdings Company Limited

Chapter I Introduction

Article 1 China Taiping Insurance Holdings Company Limited (the “Company”, together with its subsidiaries, the “Group”) is committed to maintaining a high level of integrity, honesty and transparency in all its business dealings. The anti-corruption policy (the “Policy”) has been specifically formulated to enhance the compliance risk management of the Group and ensure the Group’s management is in compliance with various regulatory requirements of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”), the Prevention of Bribery Ordinance of Hong Kong and the Independent Commission Against Corruption.

Article 2 Integrity, honesty, justice and fairness, and impartiality are core values of the Company that all the director(s) and employee(s) of the Group at all levels (“Employee(s)”) must always maintain.

Article 3 The Policy specifies the lowest standards of conduct in respect of anti-corruption that all Employees must comply with. Where otherwise provided by the laws, regulations or other policies of the Group, they shall prevail.

Chapter II Relevant Regulations

Article 4 The Group, its Employees and persons acting on the behalf of the Group in the capacity of agent or trustee shall strictly comply with any applicable anti-bribery and anti-corruption laws, regulations and rules (the “Relevant Laws and Regulations”).

Article 5 All Employees shall ensure that they are familiar with and

strictly comply with the Relevant Laws and Regulations.

Chapter III General Provisions

Article 6 Every Employee of the Group is obliged to understand and comply with the rules of the Policy.

Article 7 The Group prohibits Employees, whether in their own capacity or acting on behalf of the Group, from committing to or engaging in any behaviour that may violate the Relevant Laws and Regulations.

Article 8 In addition to strictly abiding by the requirements of the Policy, Employees shall apply common sense to assess whether any arrangement will be considered as corrupt or improper.

Chapter IV Business Entertainment

Article 9 Although business entertainment is an acceptable commercial and social behaviour, Employees shall refuse undue or excessively frequent invitation of meals or any other kinds of entertainment to avoid causing embarrassment or lack of objectivity in business dealings.

Article 10 Within the scope of the policy guidance specified by the Group from time to time, normal business entertainment is allowed. The scale of business entertainment can be monitored through the approval of expenses, and shall be managed according to the financial policy of the Company.

Article 11 Under any circumstances, Employees shall not bribe any

individual or entity to improperly influence that individual or entity in obtaining or retaining business or referring business to the Company.

Chapter V Customer Acceptance Policies

Article 12 The relevant licensed companies of the Group shall establish customer acceptance policies in accordance with the applicable requirements of Hong Kong, Mainland China and/or other relevant jurisdictions, and the specific rules on the implementation and enforcement of such policies may be otherwise formulated by such licensed company.

Chapter VI Miscellaneous Provisions

Article 13 Employees are obliged to understand and comply with the Policy for anti-bribery and anti-corruption purposes.

Article 14 The Group encourages Employees to report any bribery or corruption. Those reports will be dealt with confidentially so far as possible.

Article 15 In most countries/regions, bribery and corruption are criminal offences. Any involvement in any form of bribery or corruption by the Group, Employees and persons acting on behalf of the Group in the capacity of agent or trustee in Hong Kong, Mainland China or other jurisdictions may result in material legal liabilities. Furthermore, the Group has the right to impose punishment in accordance with the Relevant Laws and Regulations and other policies of the Group, including immediate dismissal.

Article 16 The Group operates in different countries and regions. In addition to the Policy, members of the Group may have also formulated

appropriate anti-bribery, anti-corruption and/or anti-malversation policies in daily business activities pursuant to the Relevant Laws and Regulations and/or the requirements of competent regulatory authorities in the jurisdictions where they operate. In addition to the Policy, the Group, Employees and/or persons acting on behalf of the Group in the capacity of agent or trustee shall also comply with applicable laws and regulations and the currently effective anti-bribery, anti-corruption and anti-malversation policies of the companies to which they belong.

Chapter VII Amendments to the Policy

Article 17 The Company will monitor the implementation and enforcement of the Policy and the procedures contained herein from time to time, and will be responsible for interpreting, reviewing and amending all the rules and procedures set out in the Policy from time to time. The Policy (or its summary) will be disclosed on the Company's website.

Annex:

**Excerpts from the Prevention of Bribery
Ordinance
(Chapter 201 of the Laws of Hong Kong)**

Article 2 – Interpretation

“advantage” means —

(a) 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;

(b) any office, employment or contract;

(c) any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;

(d) 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;

(e) the exercise or forbearance from the exercise of any right or any power or duty; and

(f) any offer, undertaking or promise, whether conditional or unconditional, of any advantage within the meaning of any of the preceding paragraphs (a), (b), (c), (d) and (e), but does not include an

election donation within the meaning of the Elections (Corrupt and Illegal Conduct) Ordinance (Cap. 554), particulars of which are included in an election return in accordance with that Ordinance. “entertainment” means the provision of food or drink, for consumption on the occasion when it is provided, and of any other entertainment connected with, or provided at the same time as, such provisions.

Article 4 – Bribery

(1) Any person who, whether in Hong Kong or elsewhere, without lawful authority or reasonable excuse, offers any advantage to a public servant as an inducement to or reward for or otherwise on account of that public servant’s —

(a) performing or abstaining from performing, or having performed or abstained from performing, any act in his capacity as a public servant;

(b) expediting, delaying, hindering or preventing, or having expedited, delayed, hindered or prevented, the performance of an act, whether by himself or by any other public servant in his or that other public servant’s capacity as a public servant; or

(c) assisting, favouring, hindering or delaying, or having assisted, favoured, hindered or delayed, any person in the transaction of any business with a public body,

shall be guilty of an offence.

(3) If a public servant other than a prescribed officer solicits or accepts an advantage with the permission of the public body of which he is an employee being permission which complies with subsection (4), neither he nor the person who offered the advantage shall be guilty of an offence under this section.

Article 8 – Bribery of public servants by persons having dealings with public bodies

(1) Any person who, without lawful authority or reasonable excuse, while having dealings of any kind with the Government through any department, office or establishment of the Government, offers any advantage to any prescribed officer employed in that department, office or establishment of the Government, shall be guilty of an offence.

(2) Any person who, without lawful authority or reasonable excuse, while having dealings of any kind with any other public body, offers any advantage to any public servant employed by that public body, shall be guilty of an offence.

Article 9 – Corrupt transactions with agents

(1) Any agent who, without lawful authority or reasonable excuse, solicits or accepts any advantage as an inducement to or reward for or otherwise on account of his —

(a) doing or forbearing to do, or having done or forborne to do, any act in relation to his principal's affairs or business; or

(b) showing or forbearing to show, or having shown or forborne to show, favour or disfavour to any person in relation to his principal's affairs or business,

shall be guilty of an offence.

(2) Any person who, without lawful authority or reasonable excuse, offers any advantage to any agent as an inducement to or reward for or otherwise on account of the agent's —

(a) doing or forbearing to do, or having done or forborne to do, any act in relation to his principal's affairs or business; or

(b) showing or forbearing to show, or having shown or forborne to show, favour or disfavour to any person in relation to his principal's affairs or business,

shall be guilty of an offence.

(3) Any agent who, with intent to deceive his principal, uses any receipt, account or other document —

(a) in respect of which the principal is interested; and

(b) which contains any statement which is false or erroneous or defective in any material particular; and

(c) which to his knowledge is intended to mislead the principal,

shall be guilty of an offence.

(4) If an agent solicits or accepts an advantage with the permission of his principal, being permission which complies with subsection (5),

neither he nor the person who offered the advantage shall be guilty of an offence under subsection (1) or (2).

(5) For the purposes of subsection (4) permission shall —

(a) be given before the advantage is offered, solicited or accepted;

or

(b) in any case where an advantage has been offered or accepted without prior permission, be applied for and given as soon as reasonably possible after such offer or acceptance, and for such permission to be effective for the purposes of subsection (4), the principal shall, before giving such permission, have regard to the circumstances in which it is sought.

Article 19 – Custom not to be a defence

In any proceedings for an offence under this Ordinance (i.e. Prevention of Bribery Ordinance), it shall not be a defence to show that any such advantage as is mentioned in this Ordinance is customary in any profession, trade, vocation or calling.