

Geely Automobile Holdings Limited

Anti-corruption Policy

The 2nd Edition

(Approved and adopted by the Board on 21st March 2023)

Anti-corruption Policy issued on 18th March, 2022 is superseded upon the approval and adoption of this Policy.

1. Purpose

Geely Automobile Holdings Limited (the “Company”) and its subsidiaries (hereinafter referred to as the “Group” or “Geely”) strictly adheres to the ethical standards associated with our business practices and are 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 fair competition, anti-bribery and 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.), in order to prevent possible criminal and civil penalties and damage to the Group's reputation as a result of its involvement in any form of bribery or corruption.

The *Anti-corruption Policy* (the “Policy”) has been formulated to regulate anti-bribery and anti-corruption compliance management, to promote the conduct of business activities in a fair, just and transparent market environment and to safeguard the achievement of the Group’s business objectives and sustainable development.

2. Scope

The Policy applies to the Company and its subsidiaries. Overseas or publicly listed subsidiaries may establish policies that are substantially consistent with the principles of the Policy and in accordance with applicable laws and listing rules.

Geely has zero-tolerance towards corruption conducted by the directors and employees of the Group at all levels (including all full-time, part-time and temporary staff), joint ventures or business partners, and no exemptions are granted from the Policy to ensure that the Board of Directors and the management set the right direction from the top.

Geely encourages its joint ventures and business partners with whom Geely conducts business to formulate and implement anti-corruption policies of the same standard.

3. Definitions

The following definitions and concepts are referred to in the Policy. If in doubt, please consult compliance department or refer to the relevant local legislation and interpretations. In Hong Kong, please refer to the relevant interpretations in the *Prevention of Bribery Ordinance* (Chapter 201, Laws of Hong Kong).

3.1 Bribery: The offering, promising, gifting (or authorising the gifting) of money and anything of value, directly or indirectly, to any person in the public sector or private enterprise, in order to exert undue influence over the due responsibilities or acts of the acceptor of bribe, so as to obtain other undue advantages.

3.2 Internal corruption: Illegal, negligent or dishonest act by the directors or employees who abuse their authority or breach their duty of diligence for improper personal interest, commonly involving solicitation or acceptance of bribes, embezzlement, conflict of interest, personnel corruption and power-for-sex deal.

3.3 Gifts: Including but not limited to gifts, cash, artwork, jewellery, securities, payment vouchers, discounts, loans, etc. Among all, payment vouchers include shopping vouchers, consumption vouchers and various membership cards, commercial prepaid cards, etc.

3.4 Hospitality: Accompanying clients, joint venture partners, third parties, etc. to events as required for business purposes, including but not limited to working meals, banquets, entertainment, invitations or admission to event venues such as cultural or sporting events, and any related travel, accommodation and leisure activities.

3.5 Facilitating payment: Payment of fees or other interest given to a public official to secure or expedite the performance of some routine or necessary action, and where the payer has a legal right to require the performance of such action (such as the issuance of permits, customs clearance of goods, police protection and the obtaining or issuance of documents, etc.) without the payment of such fee or interest, also known as a grease payment.

3.6 Travel expenses: Expenses related to business travel, including but not limited to transportation, accommodation, travel per diems and hospitality.

3.7 Charitable donations: Voluntary and gratuitous gifts of property, etc. for charitable purposes.

3.8 Political Contributions: Movables, immovables without compensation, unequal consideration payment, exemptions of debts or other economic benefits, etc. which are accepted by, individuals or groups engaging in election campaigns or other political activities, from external parties.

3.9 Bribery: Directors or employees exploiting their job positions to accept benefit, kickback, fee or anything else of value given to themselves or their interested parties, in exchange for undue advantage.

3.10 Embezzlement: Acts of directors or employees who use the convenience of their

positions to misappropriate, illegally take, steal or improperly use the company's property or resources for the benefit of themselves, their interested parties or others.

3.11 Conflict of interest: Conflicts or potential conflicts between the interests of the company represented by the directors or employees in their performance of job duties, and the interests of themselves or related parties, which may affect the duty of fidelity of directors and employees to the company and result in their pursuit of personal interests to the detriment of the company's interests.

3.12 Power-for-sex deal: Acts of the directors or employees using the convenience of their positions to have sexual relationships with others and using it to obtain undue advantages for themselves or others and their related parties.

3.13 Public official: Any prescribed officer or employee of any government unit or agency; a person performing public duties on behalf of 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 public organization (e.g., the World Bank or the United Nations); an officer or employee of a political party or an officer or employee who performs public duties on behalf of a political party; any candidate for political office; other public officers as defined by applicable laws and regulations.

3.14 Business Partners: External organizations or individuals with whom Geely has business relationships and who represent the interests of the company, including joint venture partners, suppliers, contractors, dealers, advertising agencies, public relations firms, consulting firms, freight forwarders, shippers, representatives, agents, attorneys, brokers, consultants, etc.

3.15 Hong Kong: Hong Kong Special Administrative Region of the People's Republic of China.

4. Fundamental policies

4.1 Prohibition of bribery in any form

Geely strives to adhere to the philosophy of integrity and compliance and aims to nurture a high standard and business ethical corporate culture that prohibits any form of bribery. The directors and employees of Geely and business partners conducting business on behalf of Geely cannot offer bribes or other undue advantages, including facilitating

payments, to any organization or individual (including but not limited to agents or intermediaries, consultants, dealers, suppliers, customers, partners or public officials) for improper business purposes.

In Hong Kong, directors and employees are prohibited from offering advantages to any director, employees or agent of another company or organisation, for the purpose of influencing such person in any dealing, or any public official, whether directly or indirectly through a third party, when conducting the Company's business. Under *Prevention of Bribery Ordinance* (Chapter 201, Laws of Hong Kong), an "advantage" means 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, etc.

4.2 Strengthening of expenses control

All gifts, hospitality, travel to external parties, charitable donations and other related expenses must be reasonable and not used for improper purposes, and must comply with Geely's relevant policies and internal regulations. The responsible persons of business units at all levels shall take appropriate compliance control measures to ensure the authenticity, reasonableness and legal compliance of the above-mentioned expenses incurred by the units they are responsible for.

4.3 Prevention of internal corruption

Internal corruption not only causes direct financial losses to the Group, but also damages the Group's public image and reputation in the market, as well as affects the confidence of customers, business partners, investors and regulators in the Group. Geely takes a zero-tolerance approach to internal corruption and prohibits any form of corruption by the directors and employees. The directors and employees of Geely shall not solicit or accept bribes or advantages from their supervisors or subordinates, either personally or on behalf of Geely.

Directors and employees shall comply with laws and regulations, business practices, work ethics and social ethics in their daily work, and eliminate power-for-money deals, power-for-sex deals and money-for-sex deals and other internal corrupt practices.

Management at all levels shall set an example and take the lead in complying with laws and regulations as well as the Group's various policies and standards. All directors and employees shall take trainings on the prohibition of corruption and be aware of and comply with the Group's anti-

corruption policies and procedures.

The compliance department will also formulate relevant internal compliance management policies to set out typical internal corruption risk scenarios, as well as management measures or implementation guidelines for gifts and hospitality, wedding and funeral matters, conflict of interest, etc., for further reference and compliance by the directors and employees.

5. Prevention of bribery risks and corruption risks in specific scenarios

5.1 Gifts and hospitality

Directors and employees should follow the following fundamental requirements for giving gifts and providing hospitality at business events:

- laws and regulations and business practices of the country or region in which the business is conducted and the compliance requirements of the known recipient entity shall be complied with; there shall be a reasonable business purpose;
- cannot be a way to obtain undue advantages; cannot be in the form of cash or cash equivalents; cannot create an unethical or dishonest impression;
- the total value and frequency of gifts or hospitality offered to the same recipient cannot be excessive or extravagant and shall always follow business practices;
- the cost of gifts and hospitality offered shall be reimbursed in accordance with the Geely expense reimbursement policy, and the authenticity of the business information and reimbursement information submitted shall be ensured.

5.2 Providing travel to external personnel

Directors and employees shall follow the following fundamental requirements when providing travel to external personnel of Geely:

- travel expenses paid for external personnel shall have a reasonable business purpose and be in accordance with business practices and known compliance requirements of the recipient entity;
- inappropriate entertainment, including but not limited to illegal activities, immoral activities or sexual activities, shall not be provided;
- travel expenses for persons other than those invited shall not be paid; relevant expenses shall be complied with the requirements to be abided by the invited

parties;

- directors and employees shall not use the opportunity of providing travel to external personnel for personal advantage.

5.3 Charitable donations and political contributions

5.3.1 Charitable donations

Geely strives to actively contribute to the regions in which it operates, but does not take undue advantage of charitable donations. All charitable donations must be transparent and approved in accordance with the relevant procedures to ensure that donations are used for legitimate purposes.

Charitable donations shall comply with the following principles and approval processes:

Comply with relevant laws, regulations and industrial standards, including but not limited to relevant tax regulations; both frequency and amount of donations shall be reasonable; only for public charity purposes, not as an exchange of advantages not for purpose of improperly obtaining or sustaining business, not for the purpose of obtaining undue benefits or advantages; the recipient shall be a charitable organizations and charitable non-profit organizations established by law, and shall not be individual public officials or other individuals.

In principle, donations cannot be provided to organizations that are recommended, selected or designated by customers. Donations shall be real, and for all donations the recipient shall be requested to issue a written acknowledgement of receiving such donation. If the donation amount exceeds RMB 1,000, a written agreement shall be signed with the recipient of the donation before the donation is made, and the written agreement shall indicate the donation's amount, time, purpose and scope of use; the donated funds shall be provided in the form of a check or transfer; the donation shall be truly and reasonably accounted for in accordance with relevant accounting standards.

5.3.2 Political contributions

Neither directors, employees nor business partners conducting business on behalf of Geely are allowed to engage in political contributions.

5.4 Prohibition of soliciting and accepting bribes

Geely prohibits directors and employees from soliciting or accepting bribes in any form, and its directors and employees are prohibited from accepting improper payments from outside or inside the company. Directors or employees who solicit benefits from others, whether explicitly, implicitly or by coercion, whether or not they help the other party obtain an undue advantage, constitute solicitation of bribes, even if such acts are committed indirectly through the director's or employee's interested parties or their affiliated entities. Geely will work together with its business partners to combat bribery and prohibit any business partner from offering bribes to its directors or employees, their interested or affiliated parties in order to maintain a sound business environment.

Employees may receive gifts and hospitality from external parties in the course of their business activities due to local customs, business practices and interpersonal etiquette. For details with respect to the compliance management, please refer to our internal guidelines on gifts and hospitality.

5.5 Prohibition of embezzlement

Directors and employees shall safeguard and use company assets in accordance with the regulations to avoid loss, damage, waste and misuse, and ensure that they are used for legitimate business purposes in compliance with the Group's policies, and that they do not misappropriate or embezzle company assets by taking advantage of their job positions.

5.6 Appropriate handling of conflicts of interest

Geely requires the directors and employees to conduct business decisions and perform their duties in an objective, fair and unbiased, independent manner and in accordance with the professional judgment, and to properly handle conflicts of interest that have existed or may exist between them and the company business. In handling conflict of interest matters, directors and employees shall comply with the laws and regulations, prioritize company interests, take the initiative to avoid conflict of interest, consciously evaluate the risk of conflict of interest, and take the initiative to report¹ conflict of interest matters. Directors and employees shall not engage in any matters

¹ Employees can refer to internal policies and procedures for written declaration.

prohibited by Geely's internal regulations on conflict of interest without prior approval and reporting.

5.7 Prohibition of personnel corruption

The Group is committed to promoting fairness in the workplace, improving the work environment, and embracing diversified talents, so that each director and employee can experience the value of the work he/she performs and maximizes his/her potential. The Group strictly prohibits any corrupt personnel practices that may affect fairness in the workplace.

5.8 Prohibition of power-for-sex deal

Directors and employees shall comply with laws and regulations, professional ethics and civic virtues in their daily work, and refrain from using the convenience of their job positions to engage in power-for-sex deals.

6. Account books and records management

According to laws, 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. Geely's directors and employees shall not falsify or forge company account books or records or omit to record transactions that should be included in the account books for any reason; shall not violate relevant accounting controls ; shall not provide untrue records of payments and expenses; shall not deviate from applicable accounting and financial reporting related standards, principles, laws or practices; shall not establish separate account books for the Group other than the statutory account books; and shall not prepare reports and records which violate regulations.

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 shall be aware if such acts may be in violation of local laws and regulations.

7. Business partner due diligence

In order to prevent the Group from suffering losses or being held liable for the misconduct of business partners, Geely has established due diligence procedures that require relevant operational staffs to conduct reasonable due diligence on business partners, as appropriate, before conducting business (e.g., business partner background checks and evaluations, 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 also required to conduct due diligence on their own suppliers related to Geely in accordance with the relevant provisions in *Geely Supplier Code of Conduct*.

8. Reporting potential non-compliance

All directors and employees of Geely are obligated to stop or report any violation of the Policy. Geely also encourages external personnel to report any possible non-compliance with the Policy. Anything suspicious can be reported to your immediate supervisor or to the compliance department.

Geely shall keep the information of the reporter strictly confidential and shall protect the reporter from retaliation or unfair treatment. If a reporter is threatened, treated unfairly or retaliated against in any way, he or she may also report to the compliance department through the following channels:

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

If a report is suspected to involve the compliance department, the reporting can be made to the Audit Committee of the Board of Directors in accordance with the *Whistleblowing Policy*.

9. Disciplinary action

Violations of anti-bribery and anti-corruption laws and regulations or the Policy may result in serious civil, administrative and criminal penalties for the directors and employees, Geely and its business partners. Major violations shall be reported to Geely's Board of Directors, the

relevant directors and employees may result in disciplinary action, including termination of the service and/or employment. If this involves a violation of law or crime, it will be referred to the judicial authorities for handling.

10. Anti-corruption systems 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 these risks. It also provides resources to ensure that compliance training is carried out in an orderly manner to ensure its relevance and effectiveness.

11. 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).