

## CODE OF INTEGRITY

Integrity is at the heart of EVERTRUST. The trust that we inspire in our customers and stakeholders is the key to our success as an organization and as individuals.

We hold ourselves to the highest standard of professional behavior. Our Code of Integrity is the expression of values which are shared throughout EVERTRUST, its various businesses.

In order to achieve our goals, we aim to attract and retain employees who are passionate about delivering their work with leadership, fairness and honesty. We recognize that we have a responsibility to each other and to our customers to uphold our principles of integrity.

We are the custodians of the EVERTRUST brand and reputation, and we continuously strive to defend the values they represent in the marketplace. We achieve this objective by conducting our business honestly and transparently. As part of this commitment, we encourage an open culture where we can exchange ideas and information, seek advice and raise concerns, without fear of retaliation.

This will allow us to serve the interests of our customers in the markets where we choose to operate, provide opportunities to our employees and create sustainable financial returns to our shareholders.



Ziyun Luo  
General Manager

## **SEEKING GUIDANCE OR RAISING A CONCERN**

### **APPLICATION OF THE CODE**

The Code applies to all employees of EVERTRUST. All aspects of the Code, which are not specifically related to EVERTRUST employees, must also be adhered to by contractors, consultants, freelancers, agents, subcontractors and anyone acting on behalf of, or representing EVERTRUST.

### **UNDERSTANDING THE CODE**

It is the personal responsibility of each EVERTRUST employee to read and understand the Code and commit to uphold its principles. Employees are required to participate in periodic EVERTRUST integrity training. Employees in a management role must also ensure that all other employees reporting to them have been properly trained, fully understand, and are able to comply with the Code.

### **SEEKING GUIDANCE**

EVERTRUST is committed to a culture where issues of integrity and professional ethics can be raised and discussed openly. Guidance and support is available to help employees understand the Code and to help them make the right decision when faced with an ethical dilemma.

### **NO RETALIATION FOR GOOD FAITH REPORTS**

Employees are encouraged to speak out and report any concerns or suspicion that the Code is being violated. EVERTRUST ensures that no-one faces any form of retaliation or adverse consequences for having sought advice or reported a violation of the Code. Retaliation against an employee who has reported a violation in good faith will result in disciplinary action.

## **A CULTURE OF INTEGRITY**

### **EVERTRUST PRINCIPLES OF INTEGRITY**

- **Trust:** this is our single most asset, the foundation of our brand and reputation.
- **Honesty and transparency:** in everything that we do, we need to be truthful to ourselves, our customers and colleagues. No circumstances justify lies, deceit or a lack of honesty.
- **Accountability:** each of our actions and omissions has consequences. We accept the consequences of our choices and do not blame others for our actions.
- **Principles:** we believe in acting ethically, in fairness and respect for others. Our decisions will be guided by respect for principles and standards of good behaviour, not by arbitrary choices or personal preferences.

### **ASK YOURSELF THE RIGHT QUESTIONS**

- Do I suspect that the particular course of action may be illegal or unethical?
- How would this look if this decision were reported in a newspaper, or if I were to talk about this with my family and friends?
- Does the proposed course of action involve lying or being untruthful?
- Could the proposed course of action endanger the personal safety or health of others?
- Could the proposed course of action damage EVERTRUST or its reputation?
- Does the transaction have a legitimate business purpose?

If the proposed course of action fails any of these tests, you should seek advice and re-consider your decision.

## **NO TOLERANCE FOR VIOLATIONS**

Any breach of the Code, however small, can harm EVERTRUST's reputation and brand and is not tolerated. Violations of the Code will result in disciplinary action, including termination of employment and criminal prosecution for serious violations.

When in doubt about the meaning of the Code or its application to specific circumstances employees should discuss this with their supervisor or manager. Contact details of EVERTRUST's legal resources can be found on the intranet. Employees can also discuss any matter relating to this Code with internal auditors.

If it is not possible or appropriate for an employee to address a concern with his/her line management, the EVERTRUST general manager can always be contacted. Employees who become aware of a violation or suspected violation of the Code are encouraged to make a report to the EVERTRUST General Manager.

The EVERTRUST General Manager can be contacted by current and former EVERTRUST employees, by customers or suppliers, or by third parties regarding matters relating to the Code of Integrity.

## **INTEGRITY OF SERVICES**

All EVERTRUST services must be undertaken professionally and honestly in accordance with agreed standards, methods and policies.

EVERTRUST maintains its independence of judgment and does not surrender to pressure and inducements to misrepresent findings or alter the results of its inspections, certifications, audits or testing. All findings must be adequately documented and no untruthful or misleading reports or certificates issued.

All findings and results must be accurately documented and must not be changed improperly. Findings and opinions issued by EVERTRUST are supported by true and accurate job files and activity reports maintained in accordance with relevant EVERTRUST policies.

## **INTEGRITY OF FINANCIAL RECORDS**

Information recorded in EVERTRUST financial records must be true and fair, timely and accurate. All transactions must be properly and accurately recorded, and book entries must be supported by proper documentation issued by bona fide parties.

All records must be retained in accordance with applicable laws and EVERTRUST policies.

## **CONFLICTS OF INTEREST: IN GENERAL**

Conflicts of interest, or the possible appearance of a conflict of interest, must be avoided. EVERTRUST employees are expected to declare to their line manager (or to the EVERTRUST General Manager) as soon as they become aware that their personal interests or the personal interests of their close relatives or close friends may potentially conflict with the interests of EVERTRUST.

A conflict of interest arises when an employee's opportunity for personal gain could interfere with his/her judgment, objectivity, independence or loyalty to EVERTRUST.

The same applies when close relatives and close friends of an EVERTRUST employee have an activity or an interest which conflicts with EVERTRUST.

Conflicts of interest can arise in many ways. If in doubt, employees should seek guidance. Employees must declare immediately in writing all such potential conflicts of interest to their manager and abstain from the decision-making process as long they are affected by a potential conflict of interest.

## **CLOSE RELATIVES: DEFINITION**

Close relatives of an employee include: spouse or life partner; children, grandchildren; parents and grandparents; siblings; brothers- and sisters-in-law; sons- and daughters-in-law; and any person living with the employee. When appropriate EVERTRUST can issue a local policy extending this list to other relatives to take local customs into account.

## **PRIOR APPROVAL REQUIRED**

Some potential conflicts of interest facing EVERTRUST employees can be resolved with prior approval and appropriate clearance by EVERTRUST.

These include:

### **DIRECTORSHIP OUTSIDE EVERTRUST**

Serving on the board of directors of a company outside EVERTRUST, serving on the board of a professional or trade association or assuming a political appointment at a local or national level requires the prior approval of the EVERTRUST General Manager (for Operations Council members it requires the prior approval of the Professional Conduct Committee).

### **WORKING OUTSIDE EVERTRUST**

Taking a second job or employment outside EVERTRUST requires the prior written approval of their. However, the following situations are not permitted: (i) working for a customer of EVERTRUST for which the employee performs services in the course of his/her employment with EVERTRUST; (ii) working for a competitor of EVERTRUST; or (iii) working for a company supplying goods or services to EVERTRUST.

### **HIRING CLOSE RELATIVES**

Hiring a close relative of an existing EVERTRUST employee requires the prior written approval of the General Manager. In addition, the hiring of close relatives of Operations Council members requires the prior written approval of the EVERTRUST General Manager.

In no circumstances, is an EVERTRUST employee permitted to hire, supervise or influence the terms and conditions of employment of a close relative.

## **NOT PERMITTED**

Some situations of conflicts of interest are forbidden to EVERTRUST employees. These include:

### **SELF-DEALING**

- Personally, offering or participating in any form of professional or consultancy services to a customer or prospective customer of EVERTRUST.
- Competing with EVERTRUST or working for a competitor of EVERTRUST.
- Obtaining a personal gain, or procuring a personal gain for a close relative, by abusing a position within EVERTRUST or accessing EVERTRUST information.

### **PERSONAL INVESTMENTS IN SUPPLIERS, COMPETITORS AND CUSTOMERS**

- Knowingly engaging the services of a supplier or sub-contractor of EVERTRUST in which an employee or a close relative directly or indirectly has a significant shareholding or other financial interests is not permitted unless: (i) the potential conflict has been transparently declared to the employee's line manager and (ii) the employee affected by the conflict does not take part in the procurement process.
- Making a personal investment in a supplier, sub-contractor, competitor or customer of EVERTRUST is not permitted, unless by way of acquiring shares on a publicly traded stock exchange.

## **USE OF COMPANY ASSETS AND RESOURCES**

### **SAFEGUARD COMPANY ASSETS AND FUNDS**

EVERTRUST employees have a duty to safeguard and to use company assets and funds under their control appropriately. It is not permitted to use EVERTRUST assets or resources for any form of personal benefit or to perform work for an external party.

### **USE OF IT RESOURCES**

Company computers, network systems and electronic communication tools must be used for professional purposes, in accordance with EVERTRUST policies. Use of e-mail, internet and other modes of electronic communication may be monitored and audited by EVERTRUST (when permissible under relevant privacy laws) when suspicion of abuse arises.

### **PROCUREMENT**

EVERTRUST employees in charge of purchasing goods and services from suppliers or selecting sub-contractors must do so with the sole aim of securing the best overall value for such services, with due regard to supplier quality and reputation. When appropriate, competitive offers must be sought prior to selecting a supplier or sub-contractor. EVERTRUST does not award contracts to suppliers on the basis of personal preferences. Soliciting any form of personal advantages from a supplier or from a person seeking to offer services to EVERTRUST is strictly prohibited.

### **BRIBERY AND CORRUPTION**

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EVERTRUST does not engage in bribery or corruption of any form, in any of the countries where it operates. Employees, or anyone acting on behalf of EVERTRUST, must not offer or make payments to government officials, whether directly or indirectly, or offer them any gift or entertainment with the aim of influencing their decision, or encourage them to secure an improper advantage for EVERTRUST. This applies equally to officers and employees of private entities.

Any EVERTRUST employee who receives a demand for a bribe must report the matter immediately to his/her line manager and/or to the EVERTRUST General Manager.

#### **NO PAYMENT FOR BUSINESS**

EVERTRUST does not pay or offer any form of improper incentive for the purpose of securing business for EVERTRUST.

#### **INTERMEDIARIES AND CONSULTANTS**

EVERTRUST does not engage the services of third parties to offer bribes, illicit commission or kick-backs on its behalf.

EVERTRUST does not use the services of intermediaries, agent consultants, partners joint-venture partners or contractors in cases where it suspects that such partners may engage in corruption or other illicit trade practices. No intermediary or sales agent can be engaged unless a proper due diligence process has been conducted to assess their suitability and whether the remuneration of the intermediary is compatible to the services provided. A request for hiring the intermediary must be supported by a member of the EVERTRUST Operations Council and authorised by the EVERTRUST Professional Conduct Committee. Intermediaries must be given,

sign and acknowledge a copy of this Code and agree to work to its principles in all aspects of their relationship with EVERTRUST. EVERTRUST employees managing the use of an intermediary are responsible for regularly monitoring their compliance with the Code.

### **FACILITATION PAYMENTS**

Facilitation payments are one-off payments of a modest value made for the purpose of expediting or facilitating the performance by a low level public official of a routine action which EVERTRUST is legally entitled to. Demands by officials for facilitation payments must be strongly resisted and only granted when refusing could be detrimental to employees' welfare or could create a significant risk to EVERTRUST business.

### **REPORTING AND ACCOUNTING**

In the rare circumstances where a facilitation payment has to be made, the employee making or authorising the payment must report in writing the reason why the payment was unavoidable, the amount paid, the date and the recipient of the payment.

Facilitation payments must be accounted in a manner that allows them to be audited. Depending on local practices and legislation,

EVERTRUST affiliates can implement more detailed and restrictive rules or prohibit employees from making such facilitation payments.

### **NO ADVERSE CONSEQUENCES FOR REFUSING TO PAY A BRIBE**

No EVERTRUST employee will be penalised for refusing to pay a bribe, for refusing to engage in corrupt practices or refusing to make a facilitation payment.

## **POLITICAL DONATIONS AND CHARITABLE CONTRIBUTIONS**

### **NO POLITICAL OR RELIGIOUS DONATIONS**

EVERTRUST upholds a strict policy of neutrality in the political process of any country where it operates. EVERTRUST does not contribute funds or resources to any political party, elected official or candidate for public office in any country, and does not support any political campaign. EVERTRUST does not support any religious organisation.

### **CHARITABLE CONTRIBUTIONS**

Donations by EVERTRUST to charitable organisations or direct investments by EVERTRUST in not-for-profit programmes in the communities where it operates (including assistance in emergency relief efforts following a natural disaster, funding of education, health care, research or similar not-for-profit investments) require the prior written approval of the EVERTRUST General Manager responsible for the region concerned.

Approval for any form of charitable contributions will not be given if they are intended or appear to influence government officials or third parties to grant improper advantages to EVERTRUST.

## **GIFTS AND ENTERTAINMENT**

### **GENERAL PRINCIPLES**

No gift, hospitality or entertainment should be offered or accepted if they influence improperly or create the appearance of an improper influence on business decisions.

Gifts, hospitality and entertainment shall not exceed what is usual in normal business relations. Any form of entertainment that could be damaging to the reputation of EVERTRUST must be avoided. The following rules clarify the expected standard of behaviour of EVERTRUST employees.

Affiliates may introduce more detailed and restrictive policies for their employees, taking into account local conditions.

### **GIFTS OFFERED TO EVERTRUST EMPLOYEES**

EVERTRUST employees must never accept:

- Payment of cash, tips, loans or cash equivalent gifts from suppliers or customers.
- Any personal gifts, favours, entertainment or hospitality when those are given in connection with services performed by EVERTRUST.
- Employees involved in decisions on procurement or selection of suppliers must not accept personal gifts offered by suppliers or prospective suppliers. Usual hospitality and entertainment, including participation in trade fairs and similar professional events which are sponsored by suppliers, is acceptable, subject to reporting and clearance obligations.

### **REPORTING AND CLEARANCE OBLIGATIONS**

Employees are required to report and seek the prior approval of the EVERTRUST General Manager accepting any gift of a value above USD 50.

If gifts received cannot be refused or returned without causing offence, the person receiving the gift should choose a suitable method of disposal, for example donation to a chosen charity.

### **GIFTS OFFERED BY EVERTRUST TO BUSINESS RELATIONS**

Personal gifts offered by EVERTRUST to customers or business relations require the prior approval of the EVERTRUST affiliate's General Manager for any gift of a value above USD 50.

Offering to pay for travel and accommodation of government officials or business partners at EVERTRUST sponsored events, or for the purpose of visiting an EVERTRUST operation, requires the prior approval of General Manager. If the cost of such travel and accommodation exceeds a value equivalent to USD 500, the approval of the EVERTRUST General Manager is required.

## **FAIR COMPETITION**

EVERTRUST conducts its business using competitive and fair market practices. It does not engage in any understanding or agreements with competitors with the effect of biasing or improperly influencing the markets in which it operates.

Specifically, EVERTRUST does not engage in discussions regarding pricing, contractual terms, market allocations, division of territories or customers. EVERTRUST does not discuss competitive bid processes with competitors.

EVERTRUST does not market its services and capabilities in a deceptive or misleading way, and does not make disparaging or untruthful allegations regarding competitors.

EVERTRUST does not obtain confidential information on competitors by using illegal or unethical means.

Laws regulating competition are complex and vary from jurisdiction to jurisdiction. Advice must be sought from EVERTRUST legal resources.

## **EMPLOYEE RELATIONS**

### **NO DISCRIMINATION**

All EVERTRUST employees must be treated and evaluated solely on their job-related skills qualifications, behaviour and performance. EVERTRUST bases all aspects of the employment relationship on the principle of equal opportunity, regardless of race, colour, gender, religion, political affiliation, union membership, nationality, sexual orientation, social origin, age or disability. Discrimination based on these criteria is not tolerated.

### **BULLYING AND SEXUAL HARASSMENT**

Any form of abuse, harassment and bullying is prohibited. Unwelcome sexual advances, requests for sexual favours or inappropriate physical contact are not tolerated. All employees are expected to treat their fellow employees with respect. Employees must be truthful and respectful at all times in dealing with their staff members, colleagues and management. This extends to EVERTRUST customers, suppliers, their employees and management.

### **PROHIBITION OF CHILD LABOUR OR FORCED LABOUR**

EVERTRUST does not employ children under the age of completion of compulsory schooling or, in any case, under 16 years. If hired young workers between the ages of 16 to 18 are protected from any type of work which may harm their health, welfare, safety or education.

EVERTRUST does not engage in any form of slavery, sale or trafficking of children, debt bondage or serfdom, forced or compulsory labour.

EVERTRUST does not use under any circumstances, any forced, bonded or prison labour.

### **FREEDOM OF ASSOCIATION**

EVERTRUST recognizes the right of its employees to form and join trade unions and bargain collectively. In situations in which the right to freedom of association or collective bargaining is restricted under law, EVERTRUST facilitates parallel means of independent and free association and bargaining. Employees' representatives have access to the necessary time and facilities to carry out their representative functions.

## **COMPLIANCE BY SUPPLIERS AND SUB-CONTRACTORS**

## **FAIR COMPETITION**

EVERTRUST does not use suppliers or sub-contractors who use forced labour or child labour, and uses reasonable due diligence and monitoring to ensure that suppliers and sub-contractors comply with this requirement.

## **ENVIRONMENT, HEALTH AND SAFETY**

### **ENVIRONMENT**

EVERTRUST endeavors to reduce the impact of its activities on the environment by promoting the efficient use of natural resources, reducing and preventing pollution and minimizing emissions of harmful substances and greenhouse gas emissions.

### **HEALTH AND SAFETY**

Employees must be provided with safe working environments, conditions and equipment with appropriate steps in place to prevent injuries and occupational illnesses.

EVERTRUST employees are expected to report and record any work-related accident or pollution incident as required by EVERTRUST policies or relevant laws. No employee will be penalized for reporting an accident or a pollution incident.

EVERTRUST respects and protects the confidential information that is entrusted by customers and third parties in the course of business and takes appropriate measures to prevent accidental disclosure.

EVERTRUST respects the privacy and confidential nature of the personal information of its employees. EVERTRUST only acquires and maintains the personal data of employees, customers and business partners to the extent required for the effective operation of its business or for complying with legal requirements. No employee should seek access to personal or confidential data, unless for a legitimate business purpose.

Employees must maintain the confidentiality of EVERTRUST information and the personal data of colleagues and not disclose or discuss any sensitive information regarding EVERTRUST financial performance, investment, strategies, plans or customers. This obligation continues after the end of the employment relationship.

## **INTELLECTUAL PROPERTY**

EVERTRUST protects its own intellectual property and respects the intellectual property of others.

Through its employees' work and capacity for innovation, EVERTRUST generates valuable ideas, services, business processes and strategies. This intellectual property plays a central part in generating competitive advantage and must be protected against dissemination and misuse.

EVERTRUST's intellectual property can take many forms, including processes, designs, methods, operating procedures, commercial and marketing strategies, customers' information, pricing and costing models.

Employees must not disclose, copy or use this intellectual property except for its intended purpose.

Employees must apply the same degree of care when being exposed to customers' intellectual property.

EVERTRUST does not knowingly infringe upon a third party's intellectual property. Using unlicensed software, using or reproducing copyrighted materials without authorization or knowingly breaching a valid patent is prohibited.

## **EXTERNAL COMMUNICATION**

EVERTRUST provides consistent, accurate, transparent and clear information to its shareholders and investors, to the market and to the community at large regarding its business and activities. Communications to shareholders, investors, the media and the public regarding EVERTRUST, its business and its financial performance, must only be made by authorised persons.

No employee shall speak on behalf of EVERTRUST, discuss or disclose any information regarding EVERTRUST to the media, to financial analysts, to current or potential investors, or issue any public statement on behalf of EVERTRUST unless specifically authorized to do so.

Personal opinions, with regards to religion and politics, or any form of objectionable content cannot be expressed on EVERTRUST

letterhead, e-mail or in any other context where such opinions or materials could appear to be attributable to EVERTRUST.

When participating in online discussion forums and social media, EVERTRUST employees must comply with the Code of Integrity and the EVERTRUST Social Media Policy.

## **INSIDER DEALING**

Employees must not pursue any personal investment or business opportunity on the basis of non-public information regarding EVERTRUST, its customers or suppliers.

Employees are prohibited from trading in EVERTRUST shares, options and other securities issued by EVERTRUST while in possession of non-public insider information which, if disclosed, could have an impact on the share price of EVERTRUST. Information is non-public if it has not been officially disclosed by EVERTRUST in accordance with stock exchange regulations.

Insider information typically includes non-public financial results, draft strategic plans of the company, , and planned changes in the senior management. Advice must be sought from EVERTRUST legal resources prior to any form of transaction which could fall within this category.

In the course of its business, EVERTRUST sometimes obtains important non-public information regarding customers or third parties. Employees are prohibited from trading in shares of customers or such third parties while in possession of such confidential information.

It is forbidden to pass any such information, or give investment tips to third parties or close relatives on the basis of insider knowledge obtained in the course of employment with EVERTRUST.

EVERTRUST complies with applicable laws in the countries where it does business. Legislation covering various aspects of EVERTRUST's activities can be complex. Employees need to know the rules that apply to EVERTRUST and to them as individuals. If in doubt, legal advice must be sought from EVERTRUST legal resources. Ignorance of the law is no excuse.

When this Code or EVERTRUST policies impose more stringent standards than those mandated by applicable laws, employees must comply with the more stringent standards. When in doubt as to how to resolve a contradiction between this Code and applicable laws, employees should seek guidance.

In the course of EVERTRUST business, employees may be contacted by regulatory agencies or government officials in relation to an enquiry involving EVERTRUST. In the event of non-routine requests for information or documentation, employees must seek advice from EVERTRUST legal resources. Under no circumstances should anyone acting on behalf of EVERTRUST attempt to mislead, conceal evidence, destroy documents or otherwise obstruct any legitimate investigation.