

# The Code of Business Conduct Manual of CIFI Group

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## 1 General Provisions

1.1 This Manual defines the code of business conduct that CIFI staff should follow in their daily activities, it outlines appropriate behavior for employees, suppliers, customers and other related parties of the Company to maintain an operating environment with integrity and fair trading, and ensure the sustainable, sound, quality and healthy development of the Company.

1.2 Application scope of this Manual: the Board of Directors, Board of Supervisors, senior management and employees (including employees who have signed the labor contract, contractors, part-time and temporary employees) who have established labor relations with headquarters, regional groups, business divisions, urban companies and direct companies of the Group. The direct or indirect holding companies of CIFI Group or non-real estate companies which CIFI Group

does not have a controlling interest in but can control through the articles of association, agreement and other arrangements, shall be subject to relevant principles in this Manual and be held accountable by the Board of Directors and its committees.

**1.3** The principles set out in this Manual are general and the content covered herein may involve more detailed provisions or requirements in other documents.

**1.4** All employees are required to attend the training on the Code of Business Conduct Manual (including integrity training) organized at least once a year by departments such as human resources and the audit and supervision department. All employees should sign an agreement to abide by the Business Conduct of CIFI Group at the time of employment, to demonstrate their compliance with the provisions or regulations outlined herein.

## **2 Six Key Rules of CIFI**

Honesty and trustworthiness are the bottom-line principles practiced by CIFI Group in business operations. CIFI staff should also have credit, law-abiding and bottom-line consciousness. **CIFI staff should adhere to the Six Key Rules, which are red-line rules that cannot be violated, in all business activities.** If any staff violate the Six Key Rules, their labor contract will be terminated. If any CIFI staff violates criminal law, they will be transferred to the judiciary authority for investigation.

**2.1 Bribery prohibited.** Illegal solicitation or acceptance of property is prohibited; Illegal possession of company property is prohibited.

### **2.1.1 Acceptance of bribery prohibited:**

It is prohibited to illegally claim or accept property or other benefits from suppliers, partners, customers, competitors, colleagues and other stakeholders in any way, shape or form.

### **2.1.2 Business gifts:**

Gifts or money received during business activities shall be reported and submitted to the Company in a timely manner. The Company shall register, record and decide on the disposal of gifts or money received. Gifts worth over 500 RMB shall be handed over to the Company within 15 days from the date of receipt, and shall be registered and disposed of by the Company. Gifts worth less than 500 RMB shall be reported to the Company within 15 days after receipt and the Company can reward employees after registration and recording of such gifts. Failure to register with the Company for the record after accepting any gifts during business activities shall be regarded as taking bribes.

**2.1.3 Corruption prohibited:** It is prohibited to embezzle, steal, defraud or illegally occupy company property through falsification or otherwise.

### **2.1.4 Interpretation**

Property includes, without limitation, cash, bank cards, securities, futures, financial products, dry shares, agency payments, token cards (coupons), membership cards, all kinds of rebates, service charges and remunerations for "dummy" jobs.

Other benefits include, without limitation, tourism, home decorations, rental

housing, vehicle use, schooling, medical treatment and other services or conveniences provided in various names;

Illegal claim and acceptance refers to obtaining anything free of charge or anything obviously lower than market price.

The receiver of such property and other benefits includes the receiver, his/her immediate family members and other persons or units with common interest.

## **2.2 Improper relationships between colleagues prohibited.**

It is prohibited to use the authority of office and for superiors and subordinates to inappropriately engage with, implement hidden rules or harass colleagues.

## **2.3 Misappropriation of public funds prohibited.**

It is prohibited to misappropriate company funds for personal benefits, including illegal activities, profit-making activities, consumption and loans. It is prohibited to obtain money in an illegal manner or set up private coffers in any way, shape or form.

## **2.4 Related party transactions prohibited.**

**2.4.1** Business transactions with individual stakeholders are prohibited.

**2.4.2** Any business relations required to be established with individual stakeholders due to business needs shall be submitted to the Company for prior written approval, and the related persons shall withdraw from relevant business activities.

**2.4.3** It is prohibited to invest in or hold shares in suppliers, partners, customers or competitors (other than securities trading on the public stock market).

**2.4.4 Interpretation:** individual stakeholders include the enterprises jointly invested in and operated by related persons and their immediate families or separately invested in and operated by the related persons or their immediate families, as well as other persons or units with a common interest.

**2.5 Disclosure of secrets prohibited: It is prohibited to provide and sell the Company's confidential information. Here are some specific rules:**

**2.5.1 Privacy protection.** Customer information is the privacy of customers and shall be kept confidential and shall not be provided to the public. Subject to compliance and in accordance with relevant provisions in the agreement, customers have the right to modify and delete the registration information and other personal information provided by customers when using our services or APP, and can also contact the Company as instructed. The extent and manner in which customers can access, modify and delete the personal information will depend on the specific service they use.

**2.5.2 Protection of the Company's trade secrets.** It is prohibited to disclose the Company's business materials and business information that has not been made available to the public in any way, shape or form.

**2.5.3** The personal information of the Company's employees shall be kept confidential.

**2.6 Part-time working prohibited:** those other than independent directors are prohibited from working part-time without permission.

### **3 Management of conflicts of interest**

**3.1** Conflicts of interest exist when personal interests or actions interfere with or are likely to interfere with the individual. CIFI staff shall not engage in any activity that would lead to a conflict of interest with CIFI and shall actively identify and resolve potential conflicts of interest while carrying out their duties. Examples of conflicts of interest are as follows:

**3.1.1** Hiring, promoting or directly managing relatives.

**3.1.2** Using CIFI's resources or facilities during working hours for activities other than CIFI's business.

**3.1.3** Taking advantage of opportunities obtained through CIFI to pursue personal interests.

**3.1.4** Investing solely or establishing a joint venture, joint-stock or cooperative with others.

**3.1.5** Deciding on or procuring the Company to enter into business transactions with a company owned or operated by the related person or their relatives.

**3.2** Employees shall not engage in a superior and subordinate or manager and managed or supervisor and supervisee relationship with kin. When a new employee joins the Company, they shall make a statement on whether or not they have any conflict of interest with the Company's employees. In case of marriage between colleagues, a declaration of conflict of interest shall be made to the Company within 15 days of marriage.

**3.3 Declaration of conflicts of interest between employees:** When an employee has

any conflict of interest at the time of entry or after entry, they shall declare such conflicts of interest in accordance with the *Administrative Measures for Declaration of Conflicts of Interests of CIFI Group's Staff*, and handle the matter according to the result of approval.

## **4 Anti-Bribery**

### **4.1 Communicate with government and regulatory agencies**

Communication with government and regulatory authorities shall be in line with laws and regulations as well as the standards and requirements of government and regulatory authorities for professional ethics. **It is prohibited to offer bribes** (including but not limited to money and other improper benefits) **to government and regulatory personnel.**

### **4.2 Charity donations and sponsorships**

Resources of CIFI Group shall be used as donations or to raise donations for charities or other organizations in accordance with laws and regulations, to ensure that no illegal benefits are generated.

### **4.3 Compliance requirements for business partners**

**4.3.1 Partners shall be informed of CIFI's** compliance philosophy and anti-bribery principles when establishing business relationships, they will be encouraged to apply these principles in their business practices.

**4.3.2** When signing the cooperation agreement, partners are required to execute an integrity commitment, promising not to bribe CIFI's employees; otherwise

the partners will bear liability for breaching the agreement.

**4.3.3** All employees are prohibited from collusion or intrigue with business partners such as carrying out any activities prohibited by the *Code of Business Conduct Manual of CIFI Group*, or inducing or instigating business partners to carry out any activities prohibited by the *Code of Business Conduct Manual of CIFI Group*.

**4.3.4** If a business partner has bribed an employee of CIFI, the act shall be negotiated in a timely manner with the business partner and dealt with in accordance with the Management System for Accountability of CIFI Group.

## **5 Anti-Monopoly and Unfair Competition**

**5.1** CIFI Group should comply with all applicable competition and anti-monopoly laws.

The employees concerned should understand and comply with competition law applicable to the business concerned. Any act that may contravene competition law is prohibited, for example:

**5.1.1** Participating in price manipulation, production and supply restraint, collusive tendering, market division and other similar acts that may undermine the market's efficiency and fairness.

**5.1.2** Exchanging sensitive information that may affect the competition with competitors.

**5.1.3** Enforcing restrictions on customers or suppliers.

## **6 Anti-money Laundering**

**6.1** Strictly comply with domestic and foreign anti-money laundering laws and regulations, and report abnormal transactions or suspected money laundering in a timely manner.

**6.2** Do not participate in money laundering activities or help others to launder money. Do not obstruct an official investigation in any way. Any act of covering up money laundering, such as concealing, omission or misstatement, is prohibited.

## **7 Respect and Treat Staff Fairly**

**7.1** Maintain a good working environment: strictly abide by the Company's disciplinary rules, behave well, dress according to code, use civilized language, cooperate pragmatically, and keep the workplace clean and orderly.

**7.2** The legitimate rights and interests of employees should be respected and protected. It is prohibited to force or permit child labor. It is prohibited to force others to work in unreasonable circumstances. The Company should give full consideration to diversity, accommodating and accepting employees with different backgrounds in the process of selection, appointment, employment and retention. Discrimination and harassment is not permitted. The job opportunities should be provided on the basis of equality and fairness, and employees should be selected, appointed, employed and retained on the basis of the development needs of the Company, the cognitive standards of the positions involved as well

as the ability and integrity of the candidates.

## **8 External Disclosure and Communication**

Employees are prohibited from posting any information that may damage CIFI Group's reputation in any way or with any social media tool. Media interviews should be accepted in accordance with the relevant regulations, such as the Administrative Measures for Media Relations, and no employees shall disclose internal information without authorization.

## **9 Supplementary Provisions**

**9.1 Whistle-blowing:** Employees who find others violating this Manual have the responsibility and obligation to whistle-blow. Any act violating the Six Key Rules of CIFI or practices of favoritism should be reported to the audit and supervision department of the Group. Other violations of this Manual may be reported to superiors, the human resources department or the audit and supervision department. See details of the whistle-blowing channels, Whistle-blowing Policy and protections for informers in the *Supervision and Whistle-blowing Instructions* of CIFI Group.

**9.2 Accountability:** Employees who have violated this Manual will be subject to corresponding disciplinary action and punishment in accordance with the *Management System for Accountability of CIFI Group* and relevant rules and regulations of CIFI Group. Those who break the law will be held accountable for

relevant legal responsibilities.

**9.3 Interpretation and Consultation:** The audit and supervision department and human resources department of the Group are responsible for interpreting this Manual. Employees may consult their superiors, the Group's human resources department or the audit and supervision department for actions or circumstances difficult to judge. Consultation personnel shall give clear guidance in time and protect the confidential information of the involved parties.

**9.4 Effect:** This Manual is effective from the first day of issuance. After it becomes effective, the former *Staff Manual of Professional Ethics of CIFI Group* will be abolished simultaneously.

**9.5 Attachment:** *Prohibited Actions in the Six Key Rules of CIFI Group*

**(This English-version manual is for reference only, in case of any conflict, the Chinese-version manual shall prevail.)**