

ZJLD Group

Anti-Corruption and

Anti-Bribery Policy

Version: A/0

Prepared by: Audit and Supervision Department

Reviewed by: CEO

Approved by: Board of Directors

Chapter 1: General Provisions

Article 1: Purpose

This Policy is formulated to prevent corruption in production, operations, and management, fulfilling our obligations against commercial bribery and corruption. It also seeks to strengthen the internal control mechanism, prevent misconduct, and establish a long-term framework for governance against commercial bribery.

Article 2: Scope of Application

2.1 This Policy applies to all directors, senior officers, employees, agents, representatives, and associated personnel, including consultants and temporary staff (collectively referred to as “Company Personnel”) of the ZJLD and all controlled enterprises (collectively referred to as the “Company” or the “Group”).

2.2 All Company activities—including production, operations, management, and external engagements—must comply with applicable anti-corruption and anti-bribery laws and regulations. This includes, but is not limited to, China’s anti-bribery laws and regulations, Foreign Corrupt Practices Act (FCPA), and OECD anti-corruption laws. Relevant activities include dealings with government departments, negotiations, procurement, construction, sales, maintenance services and other economic activities.

2.3 Customers, suppliers, service providers, and contractors engaged with the Company must adhere to this Policy.

2.4 Bribery, kickbacks, embezzlement, or corruption—whether direct or through third parties—are strictly prohibited. Company Personnel must not solicit, offer or accept anything of value, including gifts or entertainment, for the purpose of obtaining commercial contracts, competitive advantages or other improper benefits.

2.5 This Policy seeks to prevent bribery and other corrupt practices. Violations may result in disciplinary action, including dismissal. For clarifications not covered in this Policy, Company Personnel should consult the Compliance Director.

Chapter 2: Management Body

Article 3: Compliance Management

The Compliance Department oversees the Company's anti-corruption initiatives, while the Audit and Supervision Department supervises compliance, investigating incidents of bribery and corruption. Key responsibilities include:

3.1 Implementing anti-corruption measures in line with national policies, laws and regulations as well as the Company's rules and procedures.

3.2 Enhancing supervision of integrity practices among key personnel, addressing misconduct at its source, and maintaining accurate records of integrity.

3.3 Ensuring that all key personnel signed the Employee Commitment on Anti-Corruption and Anti-Commercial Bribery, that suppliers signed the Integrity Responsibility Statement, and distributors signed the Integrity Agreement, and monitoring compliance with these commitments.

Chapter 3: Management Rules

Article 4: Prohibited Acts

The following actions are strictly prohibited in all Company activities:

- 4.1** Providing or accepting cash or goods in violation of regulations.
- 4.2** Obtaining economic benefits through donations or similar means.
- 4.3** Engaging in unfair commercial sponsorship or tourism activities.
- 4.4** Providing or accepting membership or shopping cards or other marketable securities.
- 4.5** Providing or accepting valuable properties for use.
- 4.6** Offering or accepting performance shares or dividends gratuitously.
- 4.7** Disguising improper payments as legitimate fees.
- 4.8** Misappropriating Company funds or assets.
- 4.9** Committing other violations of laws or Company policies.

Article 5: Prohibition of Bribery

- 5.1** Company Personnel must comply with this Policy and relevant laws such as China's Criminal Law, the UK Bribery Act, FCPA and the OECD Convention.
- 5.2** Directly or indirectly providing anything of value to government officials or commercial entities for improper benefits is prohibited, as is soliciting such payments.
- 5.3** Any requests for or knowledge on improper payments must be rejected and reported to the Compliance Director.

Article 6: Political and Charitable Contributions

6.1 Company Personnel must not make political or charitable contributions to gain business advantages.

6.2 Contributions must be made to legitimate organizations and require prior approval from the Compliance Director if linked to government officials. In certain circumstances where the corruption risk is high, the Compliance Director may be required to conduct due diligence.

6.3 Any solicitation for contributions in any form by government officials must be reported to the Compliance Director. No political contributions shall be made in the name Company.

6.4 Personal charitable contributions by Company Personnel are permitted unless they create conflicts of interest.

6.5 Information on political and charitable contributions will be disclosed in the Company's annual ESG report.

Article 7: Additional Anti-Corruption Measures

7.1 Key personnel must commit to preventing commercial bribery through signed the Employee Commitment on Anti-Corruption and Anti-Commercial Bribery, which will be monitored and assessed as an indispensable basis for appointment and dismissal.

7.2 Counterparties including customers, suppliers, service providers and contractors must comply with this Policy as part of their contract obligations.

7.3 The Audit and Supervision Department will investigate corruption trends and propose preventive measures including education, mechanism, and supervision to promptly resolve the emerging and potential misconduct.

7.4 Departments must address violations promptly and report them to the Compliance and Audit and Supervision Departments. Suspected criminals shall be reported to the legal authority.

Article 8: Whistleblowing and Protection

8.1 Company Personnel and business entities are encouraged to report corruption, either to the Compliance Director or the Audit and Supervision Department.

8.2 Confidentiality must be maintained throughout the whistleblowing process, with strict prohibitions against retaliation.

8.3 The Audit and Supervision Department must document and investigate all reports, escalating cases involving senior executives to the Board Chairman.

Article 9: Consequences of Verified Corruption

Verified acts of corruption will incur penalties per Company regulations, with serious misconduct resulting in dismissal and potential legal action for damages. Crime suspect will be reported to legal authorities.

Article 10: Violations by Business Entities

Entities violating this Policy will lose their qualifications as Company suppliers or service providers, with potential legal action for suspected criminal acts.

Article 11: Rewards for Whistleblowers

Verified whistleblowers will receive material incentives per Company regulations, which may contribute to promotions and salary increases.

Article 12: Compliance Procedures and Training

12.1 All Company Personnel must review and affirm compliance with this Policy in writing and report any potential violations to the Compliance Director.

12.2 Regular training will be provided to educate Company Personnel on anti-corruption laws and this Policy, with attendance records maintained.

Article 13: Effectiveness Assessment

The Company will conduct annual assessments of the effectiveness of anti-corruption policies and practices.

Chapter 4: Supplementary Provisions

Article 14: Interpretation

The Audit and Supervision Department is responsible for interpreting this Policy.

Article 15: Approval and Effectiveness

This Policy is approved by the Board of Directors and takes effect upon release.