

(Company Name) Sample Code of Conduct

Introduction

The Company believes that honesty, integrity and fair play are important company assets in business. All staff have to ensure that the Company's reputation is not tarnished by dishonesty or corruption. This Code sets out the basic standard of conduct expected of all staff and the company policies on acceptance of advantages and declaration of conflict of interest by staff in connection with their official duties.

Prevention of Bribery Ordinance

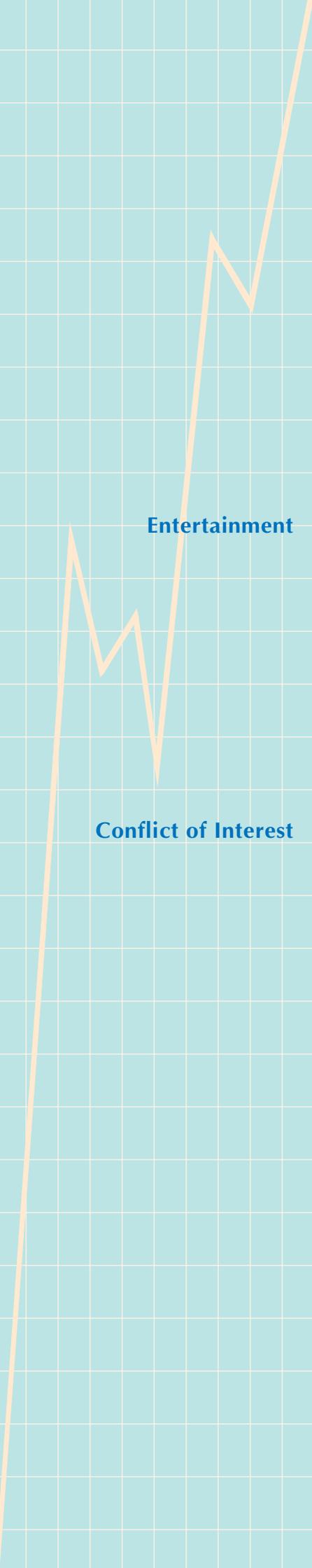
2. Under Section 9(1) of the Prevention of Bribery Ordinance, an employee who solicits or accepts an advantage in connection with his work without the permission of his employer may commit an offence. The term "advantage" is defined in the Ordinance and includes money, gift, loan, fee, reward, employment, contract, service and favour. The person offering the advantage may also commit an offence under Section 9(2) of the Ordinance.

3. An employee who, with intent to deceive his employer, falsifies documents or furnishes false accounting records may be guilty of an offence under Section 9(3) of the Ordinance. Section 9 of the Ordinance and the definition of "advantage" are detailed at the **Annex**.

Acceptance of Advantages

4. It is the company policy that staff should not solicit or accept any advantage from any persons having business dealings with the Company (e.g. clients, suppliers, contractors). However, staff are allowed to accept (but not solicit) the following gifts offered voluntarily:

- (a) advertising or promotional gifts of a nominal value; or
- (b) gifts given on festive or special occasions subject to a maximum limit of \$XXX in value.



Entertainment

Conflict of Interest

5. Staff should decline an offer of a gift if the acceptance could affect their objectivity in conducting the company's business, or induce them to act against the interest of the company, or lead to allegations of impropriety. If a staff member wishes to accept a gift not covered in paragraph 4, he should seek permission in writing (via **Form A**) from (name and/or post of a senior staff).
6. As defined in Section 2 of the Prevention of Bribery Ordinance, "entertainment" refers to food or drink provided for immediate consumption on the occasion, and of any other entertainment provided at the same time. Although entertainment is an acceptable form of business and social behaviour, staff must not accept lavish or frequent entertainment from persons with whom the company has business dealings (e.g. suppliers or contractors) to avoid placing themselves in a position of obligation to the offeror.
7. A conflict of interest situation arises when the private interest of a staff member competes or conflicts with the interest of the company. Private interest includes both the financial and personal interests of the staff member and those of his connections. Connections include family members, relatives, and close personal friends.
8. Staff should avoid situations which may lead to an actual or perceived conflict of interest situation, and should make a declaration in writing (via **Form B**) to (name and/or post of a senior staff) when such a situation arises. Failure in doing so may give rise to criticism of favouritism, abuse of authority or even allegation of corruption.

**Handling of
Confidential
Information**

9. Some common examples of conflict of interest include:
- (a) A staff member involved in the procurement process is closely related to or has beneficial interest in a company which is being considered by the Company in the selection of a supplier or service provider;
 - (b) one of the candidates under consideration in a recruitment or promotion exercise is a family member, a relative or a close personal friend of the staff member responsible for the recruitment or promotion;
 - (c) a staff member involved in the selection of a supplier for the Company engages in frequent or excessive gambling with one of the suppliers under consideration;
 - (d) a term contractor whose contract is about to be renewed grants a personal loan to the staff member responsible for contract negotiation; or
 - (e) a staff member responsible for evaluating tenders is a part-time consultant of one of the tenderers.
10. All staff are prohibited from disclosing any information classified by the company to anybody without authorization. Those who have access to or in control of such information should at all times ensure its security and prevent any abuse or misuse of the information. Examples of misuse include disclosure of information in return for monetary rewards, or use of information for personal gains.

