



Conflict of Interest Policy

This policy applies to all employees of Sa Sa International Holdings Limited and its subsidiaries (the “Group”).

I. Purpose

Employees have an obligation to act in the best interest of the Group.

The purposes of this policy are:

- (i) to identify and manage conflict of interest situations; and
- (ii) to provide for a reporting mechanism for employees to declare any conflict of interest.

II. Definition

Conflict of interest arises when the personal or private interest of an employee conflicts with the interest of the Group or with the responsibilities of the employee towards the Group.

A variety of situations, associations or relationships (including relationships with your close family members or friends) may create potential or actual conflict of interest that may affect the way in which you carry out your duties as an employee. If you are in any doubt as to whether a conflict has arisen, you should consult your department head who may refer the matter to the Legal and Company Secretarial Department or the Internal Audit and Management Services Department as appropriate.

III. Policy

The Group requires all employees to avoid and to declare potential and actual conflict



of interest.

Where the interest of the Group may be adversely affected by the conflict, the Group may:

- (i) require you to put an end to the business relationship or association creating the conflict;
- (ii) require that you do not participate in any consideration, discussion or decision making process in connection with the matter leading to the potential or actual conflict; or
- (iii) give approval for you to continue to get involved in the matter, with or without conditions.

IV. Declaration of Interest

A form for employees to declare their conflict of interest is attached.



Form for Declaration of Interest

To : Human Resources Department
cc: Department Head of the Employee

I declare the following actual or potential conflict of interest arising during the discharge of my duties:-

Relationship, interest or association with the individual or business entity leading to the conflict:

Brief description of my duties or the Group's interest in relation to the individual or business entity mentioned above:



Please provide details if your close family member, close friend or any business entity in which you, your close family member or close friend has an interest, whether financial or otherwise:

- (i) has sold or supplied goods or services to the Group in the past 12 month;
- (ii) has purchased or acquired goods or services from the Group in the past 12 months (other than purchase as a consumer);
- (iii) has any direct or indirect interest in any business transactions involving the Group in the last 12 months;
- (iv) is indebted to the Group or was so indebted in the last 12 months;
- (v) has received or is entitled to receive benefits of any kind from the Group by virtue of your position or influence within the Group;
- (vi) is a party to any pending or existing legal proceedings involving the Group; or
- (vii) has a relationship with any individual or has an interest in any business entity with whom the Group has conducted business in the past.

I undertake to inform the HR Department and my department head should there be any change in the above information.

_____ (signature)

Name:

Position:

Department:

Date: