



Document Type:	AMG Policy	Classification:	Public
Title:	Anti-Bribery, anti-corruption and conflicts of interest	Publication date:	August 2024
Department:	Legal & Compliance		
Policy Owner:	Chief Compliance Officer		Page: 1 of 8

ANTI-BRIBERY, ANTI-CORRUPTION AND CONFLICTS OF INTEREST POLICY

反贿赂、反腐败和利益冲突政策

In the event of any discrepancies, the English version of the guidelines shall prevail. The chinese translation is provided for reference purposes only.

如有任何差异，应以政策的英文版本为准。中文译本只供参考之用。

1. PURPOSE 目的

At AMG Critical Materials N.V. and its group companies (“**AMG**”) we are committed to conducting business with integrity and fairness, with respect for the law and our Values.

在AMG关键材料有限公司及其集团公司（“AMG”），我们致力于以诚信和公平的方式开展业务，尊重法律和我们的价值观。

We act safely, We respect people, We create value for our stakeholders, We protect our planet by enabling CO₂ reduction and We act with integrity; these Values are the foundation upon which AMG is built. They apply to how AMG conducts its operations and how it deals with its stakeholders, which include its employees and business partners. AMG’s reputation for honesty, integrity and accountability is built on these Values, which are essential components of our success. Success without integrity is not success at all.

我们安全行事，我们尊重他人，我们为利益相关者创造价值，我们通过减少二氧化碳来保护我们的地球，我们诚信行事；这些价值观是AMG建立的基础。它们适用于AMG如何开展业务以及如何与利益相关者（包括其员工和业务合作伙伴）打交道。AMG诚实、正直和负责任的声誉建立在这些价值观之上，这些价值观是我们成功的重要组成部分。没有诚信的成功不是成功。

One of the corner stones of AMG's Code of Business Conduct is its Anti-bribery, anti-corruption and conflict of interest policy (“**Policy**”). At AMG we do not to tolerate any form of bribery, facilitation payments, fraud, or any other form of misconduct arising from a conflict of interest (e.g. insider dealing, offering of excessive or otherwise inappropriate gifts and hospitality), anywhere in the world and it is our Policy to comply with all applicable anti-bribery and anti-corruption laws and regulations.

AMG商业行为准则的基石之一是其反贿赂、反腐败和利益冲突政策（“政策”）。在AMG，我们绝不容忍任何形式的贿赂、便利费、欺诈或任何其他形式的因利益冲突而产生的不当行为（例如内幕交易、提供过多或其他不适当的礼物和款待），我们的政策是遵守所有适用的反贿赂和反腐败法律法规。

Third parties. AMG does not want to conduct business with companies, organizations and individuals (customers, suppliers, agents and business associates) that do not share our Values or who may harm our reputation. Corruption impedes economic growth, distorts competition and undermines the integrity of the people involved and the organizations that they represent. It is



Document Type:	AMG Policy	Classification:	Public
Title:	Anti-Bribery, anti-corruption and conflicts of interest	Publication date:	August 2024
Department:	Legal & Compliance		
Policy Owner:	Chief Compliance Officer		Page: 2 of 8

important to recognize that AMG's reputation may be adversely impacted even if corruption is merely perceived, or results in an unsubstantiated claim of corruption.

第三方。AMG不希望与与我们价值观不一致或可能损害我们声誉的公司、组织和个人（客户、供应商、代理商和商业伙伴）开展业务。腐败阻碍经济增长，扭曲竞争，破坏有关人员及其所代表组织的诚信。重要的是要认识到，即使腐败只是被察觉到，或导致未经证实的腐败指控，AMG的声誉也可能受到不利影响。

Laws and regulations. In many jurisdictions where AMG operates, corruption is not only illegal where it occurs, but it is also illegal to engage in corrupt practices in other countries. Regardless of potentially differing local manners and traditions, it is the policy of AMG to conduct all of its business transactions in accordance with the AMG Code of Business Conduct and this Policy, as well as to comply with all applicable anti-bribery laws, including but not limited to the UK's Bribery Act 2010, the US Foreign Corrupt Practices Act, and all applicable laws where AMG transacts business. Local laws and regulations may set stricter requirements in which case these stricter local requirements will be complied with.

法律法规。在AMG开展业务的许多司法管辖区，腐败不仅在发生腐败的地方是非法的，在其他国家从事腐败行为也是非法的。无论当地的习俗和传统可能存在何种差异，AMG的政策是按照《AMG商业行为准则》和本政策进行所有商业交易，并遵守所有适用的反贿赂法律，包括但不限于英国《2010年反贿赂法》、美国《反海外腐败法》以及AMG开展业务的所有适用法律。当地的法律法规可能有更严格的要求，在这种情况下，我们将遵守这些更严格的当地要求。

Accurate books and records. Consistent with AMG's Corporate Financial Policies, including but not limited to the Controllershship and Financial Reporting, and Travel and Entertainment Sections, it is AMG's Policy to accurately reflect all transactions on AMG's books and records.

准确的账簿和记录。与AMG的公司财务政策一致，包括但不限于控制人和财务报告，以及旅行和娱乐部分，AMG的政策是准确反映AMG账簿和记录上的所有交易。

In order to avoid inappropriate arrangements on remuneration, when structuring its agency and service contracts, AMG takes into account any recommendations received from industry associations, chambers of commerce and government organizations. The AMG employees responsible for hiring and retaining these third parties are to make good faith efforts to ensure that the parties comply with this Policy.

为避免薪酬安排不当，集团在订立代理及服务合约时，会考虑业界协会、商会及政府机构的建议。负责雇用和保留这些第三方的AMG员工应尽善意努力确保各方遵守本政策。

2. SCOPE 范围

This Policy applies worldwide to AMG and all its group companies and to all employees, officers and directors of the AMG Group (hereinafter referred to as "AMG employees").

本政策适用于全球范围内的AMG及其所有集团公司，以及AMG集团的所有员工、管理人员和董事（以下简称“AMG员工”）。



Document Type:	AMG Policy	Classification:	Public
Title:	Anti-Bribery, anti-corruption and conflicts of interest	Publication date:	August 2024
Department:	Legal & Compliance		
Policy Owner:	Chief Compliance Officer		Page: 3 of 8

Because AMG wants to conduct business with companies and organizations that share these values, AMG shall make good efforts to extend this Policy to its business associates (e.g., joint venture partners, agents, brokers, consultants, converters, distributors, and representatives, or other persons or firms who are likely to have contact with a customer or supplier) hired or otherwise retained by AMG to provide services related to obtaining or retaining business or business opportunities.

由于AMG希望与拥有这些价值观的公司和组织开展业务，因此AMG应尽最大努力将本政策扩展到由AMG雇用或以其他方式聘用的业务伙伴（如合资伙伴、代理商、经纪人、顾问、转换商、分销商和代表，或可能与客户或供应商有联系的其他个人或公司），以提供与获取或保留业务或商业机会相关的服务。

3. ROLES AND RESPONSIBILITIES 角色和职责

- The Management Board has adopted this Policy and is accountable for its implementation. It shall review this Policy and the implementation of this Policy regularly in consultation with the Supervisory Board.

管理委员会通过了本政策，并对其实施负责。它应与监事会协商，定期审查本政策及其实施情况。

- AMG Senior Management will ensure:

AMG高级管理层将确保：

- ❖ that their direct reports understand that bribery and corruption is unacceptable;
他们的直接下属明白贿赂和腐败是不可接受的；
- ❖ that AMG will maintain processes, procedures and records that limit the risk of bribery and other forms of corruption;
AMG 将维持限制贿赂和其他形式腐败风险的流程、程序和记录；
- ❖ that AMG employees who fail to follow this Policy are subject to disciplinary action up to and including termination of employment and the penalties for violations of these laws may be civil and criminal, and may apply to AMG and its employees.
不遵守本政策的 AMG 员工将受到纪律处分，包括终止雇佣关系，违反这些法律的处罚可能是民事和刑事处罚，并可能适用于 AMG 及其员工。

- AMG employees are obligated to follow this Policy, must ensure that they have read and understood this Policy, any related documents and all training or other anti-bribery information distributed by AMG. All AMG employees are to avoid any activities which could possibly breach this Policy or might be perceived as such. All AMG employees are expected to speak up when observing any suspected irregularities as soon as possible to your operational and finance manager and the relevant AMG Compliance Officer. Please see below on Speak-Up.

AMG员工有义务遵守本政策，必须确保他们已经阅读并理解本政策、任何相关文件以及AMG分发的所有培训或其他反贿赂信息。所有AMG员工都应避免任何可能违反本政策或被视为违反本政策的行为。当发现任何可疑的违规行为时，所有AMG员工都应尽快向您的运营和财务经理以及相关的AMG合规官举报。请参阅下面的speakup。

4. AMG'S COMMITMENT AMG的承诺



Document Type:	AMG Policy	Classification:	Public
Title:	Anti-Bribery, anti-corruption and conflicts of interest	Publication date:	August 2024
Department:	Legal & Compliance		
Policy Owner:	Chief Compliance Officer		Page: 4 of 8

Bribery 贿赂

- Bribery is strictly prohibited. A bribe is anything of value (including cash, gifts, favors, promises and either directly or indirectly) offered, promised or given to influence someone in the performance of their commercial or public duty or to keep or receive a personal or commercial advantage.
严禁贿赂。贿赂是指为了影响某人履行其商业或公共职责，或为了保持或获得个人或商业利益而提供、允诺或给予的任何有价值的东西（包括现金、礼物、好处、承诺和直接或间接的承诺）。
- At AMG we don't offer or promise anything of value to national, local or foreign Public Officials (as defined below), their families or friends. Public Officials and their families and friends are in a special category of consideration because of their power to significantly influence the awarding of government contracts, permits and licenses. This internal AMG requirement applies even where local custom would otherwise allow such payments to be made.
在AMG，我们不向国家、地方或外国公职人员（定义见下文）、他们的家人或朋友提供或承诺任何有价值的东西。由于公职人员及其家人和朋友对政府合同、许可证和执照的发放具有重大影响，因此他们属于特殊的考虑范畴。即使在当地习俗允许进行此类支付的情况下，这种内部AMG要求也适用。
- At AMG we don't pay money to anyone if we believe that it is possible that the payment will be used to make a bribe, nor will we condone the offering or accepting of bribes on AMG's behalf.
在AMG，如果我们认为这笔钱可能被用来行贿，我们不会向任何人付款，我们也不会宽恕代表AMG提供或接受贿赂的行为。
- AMG will not knowingly deal with suspected criminals or criminal proceeds and will make efforts in good faith to conduct appropriate risk-based due diligence prior to entering into commercial relationships with individuals and other businesses.
AMG不会故意处理犯罪嫌疑人或犯罪收益，并将在与个人和其他企业建立商业关系之前，善意地努力进行适当的基于风险的尽职调查。
- AMG employees should report any suspicious circumstances or transactions by following the AMG Speak Up Policy, and not interfere with or obstruct government investigations that relate to suspected criminal behavior (incl. money laundering, corrupt practices, fraud).
AMG员工应按照AMG举报政策报告任何可疑情况或交易，不得干涉或阻碍政府对涉嫌犯罪行为（包括洗钱、腐败、欺诈）的调查。

Facilitation Payments 便利支付

- A facilitation payment (or *grease payment*) is an unofficial payment made to secure (or expedite) routine actions to which the payer is already legally entitled, e.g. small payments made to a government official meant to secure or speed routine actions such as the issuing of a visa. At AMG we do not make such facilitation payments.



Document Type:	AMG Policy	Classification:	Public
Title:	Anti-Bribery, anti-corruption and conflicts of interest	Publication date:	August 2024
Department:	Legal & Compliance		
Policy Owner:	Chief Compliance Officer		Page: 5 of 8

便利付款（或润滑付款）是一种非正式的付款，用于确保（或加快）付款人已经合法享有的例行行动，例如，向政府官员支付小额款项，旨在确保或加快例行行动，如签发签证。在AMG，我们不支付此类便利费。

- Exceptions to this Policy are limited to exceptional circumstances such as duress (e.g. where violence or imprisonment is threatened to the employee, family or associates).
本政策的例外情况仅限于特殊情况，如胁迫（例如，员工、家人或同事受到暴力或监禁威胁）。
- AMG employees must report in writing to their applicable manager and AMG compliance officer all incidents where facilitation payments are requested, but not paid, and where payments are demanded under duress, whether paid or not.
AMG员工必须以书面形式向其适用的经理和AMG合规官报告所有要求支付疏通费但未支付的事件，以及在胁迫下要求支付疏通费（无论是否支付）的事件。

Gifts & Entertainment 礼品及娱乐

- The AMG Code of Business Conduct says, “While it is recognized that certain corporate hospitality is given and received as part of building normal business relationships, this should be kept to reasonable, proportionate and appropriate levels under the circumstances and not be reasonably understood as a means or intention to improperly influence business decisions of the recipient.” AMG acknowledges that benefits in the form of gifts, entertainment and invitations exist in all cultures in general business dealings. It is important however that they are always appropriate and do not create the appearance of impropriety.
《AMG 商业行为准则》指出，“虽然人们认识到，提供和接受某些公司款待是建立正常业务关系的一部分，但应在具体情况下将其保持在合理、相称和适当的水平，而不应合理地理解为不恰当地影响接受方业务决策的手段或意图。”AMG 承认，在一般的商业往来中，礼品、娱乐和邀请等形式的利益存在于所有文化中。重要的是，他们总是适当的，不要造成不适当的外观。
- Gifts or favors of any material commercial value may not be made or accepted by any employee, except as set forth below. Gifts of cash or vouchers are prohibited.
任何员工不得制作或接受任何具有重大商业价值的礼品或恩惠，但下述情况除外。禁止赠送现金或代金券。
- You must refuse offers of hospitality involving expense-paid travel or overnight accommodation, unless they are related to e.g. a speaking engagement where travel and accommodation is provided by the organizers and the relevant business activity and reasonable engagement has been pre-approved by your manager.
你必须拒绝涉及自费旅行或过夜住宿的款待，除非它们与例如由组织者提供旅行和住宿的演讲活动有关，并且相关的商业活动和合理的参与已经得到你的经理的预先批准。
- Gifts and hospitality must not influence the decision-making, and employees should be aware that they have the potential to cause others to perceive improper influence.
礼品和款待不得影响决策，员工应意识到他们有可能使他人感受到不正当的影响。
- In case (a) it would be inappropriate or impractical to refuse any gifts that are offered, or (b) AMG employees are offering a gift that is deemed necessary and appropriate under the prevailing circumstances by senior management of the relevant AMG unit, all such gifts must be registered if its value exceeds USD 100- (or equivalent in other currencies) with your local finance official (e.g. plant controller) with copy to your local Compliance Officer. Local



Document Type:	AMG Policy	Classification:	Public
Title:	Anti-Bribery, anti-corruption and conflicts of interest	Publication date:	August 2024
Department:	Legal & Compliance		
Policy Owner:	Chief Compliance Officer		Page: 6 of 8

subsidiaries or units of AMG may prescribe and implement lower registration threshold levels depending on the local practice, circumstances or culture. The receipt of minor non-cash gifts such as company pens and branded items and common reasonable courtesies such as drinks, sandwiches or modest refreshments in a meeting, or a modest (according to local practice and culture) business lunch, will not require registration.

在以下情况下(a)拒绝提供的任何礼物是不合适或不切实际的，或(b) AMG 员工提供的礼物在当前情况下被相关 AMG 部门的高级管理层认为是必要和适当的，如果其价值超过 100 美元（或等值的其他货币），所有此类礼物必须向您当地的财务官员（例如工厂主管）登记，并将副本提交给您当地的合规官。AMG 在当地的子公司或单位可根据当地的惯例、情况或文化规定并实施较低的注册门槛水平。收到小额非现金礼物，如公司钢笔和品牌物品，以及会议上常见的合理礼遇，如饮料、三明治或适度的茶点，或适度的商务午餐（根据当地的惯例和文化），都不需要登记。

Conflicts of Interest 利益冲突

- A conflict of interest is a conflict between personal interests and duties to AMG.
利益冲突是指个人利益与对 AMG 的责任之间的冲突。
- AMG expects that all employees make business decisions with integrity and based on objective criteria, without being influenced by private interests or relationships. Employees should avoid situations which present, create, or appear to create a conflict of interest. In any potential conflict of interest situation, employees must consider:
AMG 希望所有员工在做出商业决策时都秉持诚信，以客观标准为基础，不受私人利益或关系的影响。员工应该避免出现、产生或似乎产生利益冲突的情况。在任何潜在的利益冲突情况下，员工必须考虑：
 - i. Could my personal interests compete with those of AMG?
我的个人利益是否会与 AMG 的利益相竞争？
 - ii. Could my actions or this particular situation give rise to the impression that my personal interests compete with those of AMG ?
我的行为或这种特殊情况是否会让别人觉得我的个人利益与 AMG 的利益存在竞争关系？
- If employees believe to have a conflict of interest, or that anyone at AMG or a third party may have a conflict of interest with respect to work conducted (or to be conducted) at AMG, this (potential) conflict should be reported in writing to their manager or compliance officer as soon as it is identified.
如果员工认为存在利益冲突，或者 AMG 的任何人或第三方可能与 AMG 正在进行（或将要进行）的工作存在利益冲突，应在确定（潜在）冲突后立即以书面形式向其经理或合规官报告。
- The following is a non-exhaustive list of conflict of interest situations:
以下是利益冲突情况的非详尽清单：
 - ❖ *Personal Workplace Relationships:* An employee hires a closely related person or friend, or an employee establishes or maintains a romantic relationship with a person who directly reports to him or her. For the purpose of this Policy, closely related persons include family members (spouse, parent, grandparent, parent-in-law or step-parent, sibling, sibling-in-law or step-sibling, child, grandchild, child-in-law or step-child, sibling of parents, cousin, niece or nephew), domestic partner, person living in the same



Document Type:	AMG Policy	Classification:	Public
Title:	Anti-Bribery, anti-corruption and conflicts of interest	Publication date:	August 2024
Department:	Legal & Compliance		
Policy Owner:	Chief Compliance Officer		Page: 7 of 8

household and treated as a family member (e.g. fiancée) or person with whom the AMG employee has a romantic relationship.

个人职场关系：员工雇佣关系密切的人或朋友，或员工与直接向他或她汇报的人建立或保持浪漫关系。就本政策而言，密切相关的人员包括家庭成员（配偶、父母、祖父母、公婆或继父母、兄弟姐妹、兄弟姐妹或继兄弟姐妹、子女、孙辈、儿媳或继子女、父母的兄弟姐妹、表亲、侄女或侄子）、家庭伴侣、与AMG员工生活在同一家庭并被视为家庭成员的人（例如未婚夫）或与AMG员工有恋爱关系的人。

- ❖ *Secondary employment:* The fact that an employee is simultaneously employed (paid or unpaid) by a business partner or organization that is a supplier to or competes with AMG may lead to the perception of opposing interests of this employee. Therefore, such relationships should be notified in writing to the Managing Director of the AMG business unit concerned.

辅助雇佣：员工同时受雇于作为AMG供应商或与AMG竞争的商业伙伴或组织（有偿或无偿）的事实可能导致该员工的利益对立。因此，此类关系应以书面形式通知有关AMG业务部门的常务董事。

- ❖ *Relationships with business partners and/or competitors:* Some relationships with business partners may be regarded as relationships that may improperly influence business decisions. AMG employees should therefore in particular avoid:

与业务伙伴和/或竞争对手的关系：与业务伙伴的某些关系可能被视为可能不恰当地影响业务决策的关系。因此，AMG员工应特别避免：

- Exerting an influence on AMG decisions regarding entering into or pursuing the engagement of a business partner if this engagement may lead to the employee's gain or the gain of a closely related person or friend;
如果业务合作可能导致员工或密切相关的人或朋友的利益，则对 AMG 关于进入或追求业务合作伙伴的决策施加影响；
- Directly or indirectly investing in business partners or competitors of AMG if such investment may influence the management of that company;
直接或间接投资于 AMG 的业务合作伙伴或竞争对手，如果此类投资可能影响该公司的管理；
- Serving on the Supervisory Board or the Board of Directors of a business partner or competitor to the AMG Group; any appointment of an AMG employee to such Board position requires the prior approval of the AMG Management Board or Supervisory Board in case of Management Board members.
在 AMG 集团的业务合作伙伴或竞争对手的监事会或董事会任职；任何任命 AMG 员工担任该等董事会职位都需要事先获得 AMG 管理委员会或监事会的批准（如果是管理委员会成员）。
- Entering into a contract with a (prospective) AMG business partner through which they directly or indirectly benefit. Such contracts are prohibited without the authorization of the responsible unit Managing Director.



Document Type:	AMG Policy	Classification:	Public
Title:	Anti-Bribery, anti-corruption and conflicts of interest	Publication date:	August 2024
Department:	Legal & Compliance		
Policy Owner:	Chief Compliance Officer		Page: 8 of 8

与（潜在的）AMG 业务合作伙伴签订直接或间接受益的合同。未经主管单位总经理授权，禁止签订此类合同。

- ❖ Pending legal proceedings. A conflict of interest may be perceived in the case where an AMG employee has a personal affiliation to a third party involved in pending legal proceedings against AMG.

正在进行的法律诉讼。如果AMG员工与涉及针对AMG的未决法律诉讼的第三方有个人关系，则可能会被认为存在利益冲突。

- If a manager, upon notification by an employee of a possible conflict of interest situation, confirms a conflict of interest situation upon consultation with the relevant compliance officer, he/she will take the necessary actions, together with the employee to prevent the conflict of interest situation coming into effect. Due to actual or perceived conflicts of interests, in specific situations the employee may be required to withdraw from decision-making (e.g. hiring, procurement, selling).

如果管理者在收到员工的可能的利益冲突情况通知后，在与相关合规官协商后确认了利益冲突情况，他/她将与员工一起采取必要的行动，以防止利益冲突情况的发生。由于实际或感知的利益冲突，在特定情况下，员工可能被要求退出决策（例如招聘、采购、销售）。

- If a manager, upon notification by an employee of a possible conflict of interest situation, does not confirm a conflict of interest situation upon consultation with the relevant compliance officer, he/she will inform the person/employee who made the report accordingly in a timely manner.

如果管理者在员工通知可能存在利益冲突的情况后，没有在与相关合规官协商后确认存在利益冲突的情况，他/她将及时通知相应的报告人员/员工。

Political Contributions 政治献金

- The AMG Code of Business Conduct says that “No company funds or resources are to be used to make political contributions or payments to political candidates or causes.” AMG does not make any political donations to political organizations, including trade unions.

《AMG 商业行为准则》（Code of Business Conduct）规定：“任何公司的资金或资源都不得用于向政治候选人或政治事业提供政治捐款或付款。” AMG 不向包括工会在内的政治组织提供任何政治捐款。

- Employees may make payments to political organizations from their own money. However, this must be on a personal basis and not to influence government or a third party for the benefit of or on behalf of AMG.

雇员可以用自己的钱向政治组织付款。但是，这必须以个人为基础，不得为了AMG的利益或代表AMG影响政府或第三方。

- Employees making statements in support of political parties or unions must do so in their own name and not hold out to be representing AMG.



Document Type:	AMG Policy	Classification:	Public
Title:	Anti-Bribery, anti-corruption and conflicts of interest	Publication date:	August 2024
Department:	Legal & Compliance		
Policy Owner:	Chief Compliance Officer		Page: 9 of 8

支持政党或工会的员工必须以自己的名义发表声明，而不是坚持代表 AMG。

Benefits to or from Public Officials 给或来自政府官员的利益

- Benefits to public officials (i.e. any officer or employee of any department, branch, agency or instrument of any government, government or government-owned or controlled company or legal entity, or of any public international organization, or any political party, hereafter “Public Official”) especially run the risk of being seen as inappropriate benefits. Stricter criminal legislation applies to Public Officials in most countries. In addition to this, many public authorities/entities have issued special rules for their employees with regard to accepting benefits to avoid any impression that a benefit may influence a Public Official in performing his / her duties neutrally and objectively. For this reason, the giving or receiving of any benefits (incl. gifts, hospitality, entertainment) to or from Public Officials by AMG employees is prohibited in all circumstances and all countries, regardless of the value of the benefit.
公职人员（即任何政府、政府或政府拥有或控制的公司或法人实体、任何公共国际组织或任何政党的任何部门、分支机构、机构或工具的任何官员或雇员，以下简称“公职人员”）的利益尤其有被视为不当利益的风险。大多数国家对公职人员实行更严格的刑事立法。除此之外，许多公共当局/实体为其雇员颁布了关于接受福利的特别规则，以避免给人留下任何印象，即福利可能影响公职人员中立和客观地履行职责。因此，无论利益的价值如何，在任何情况下和所有国家都禁止 AMG 雇员向公职人员提供或接受任何利益（包括礼物、款待、娱乐）。

Protection of Company Assets and Resources 保护公司资产和资源

- The AMG Code of Business Conduct sets out the responsibility of all employees to safeguard property or other assets owned or leased directly or indirectly by AMG. This includes not providing company assets to improperly influence a business relationship or to obtain an advantage or specific benefit in business.
《AMG 商业行为准则》规定了所有员工保护 AMG 直接或间接拥有或租赁的财产或其他资产的责任。这包括不提供公司资产以不正当地影响业务关系或在业务中获得优势或特定利益。
- Company assets may only be used for non-company purposes with the specific authorization of the managing director of the respective business unit and notified to the relevant Compliance Officer.
公司资产仅可在获得相应业务部门董事总经理的具体授权并通知相关合规官的情况下用于非公司目的。

Charitable donations and sponsorships 慈善捐款及赞助

- AMG is committed to being a responsible corporate citizen and contributing to the communities where it does business. However, AMG must be certain that its charitable donations and sponsorships are not perceived as an attempt to improperly influence others for the benefit of AMG. Charitable donations and sponsorships may take varied forms including donation of money, labor, goods or in-kind benefits. Regardless of the form of donation or sponsorship, all conditions of this Policy apply.



Document Type:	AMG Policy	Classification:	Public
Title:	Anti-Bribery, anti-corruption and conflicts of interest	Publication date:	August 2024
Department:	Legal & Compliance		
Policy Owner:	Chief Compliance Officer		Page: 10 of 8

AMG 致力于成为负责任的企业公民，并为其开展业务的社区做出贡献。但是，AMG 必须确保其慈善捐赠和赞助不会被视为了 AMG 的利益而试图不正当地影响他人。慈善捐赠、赞助的形式多种多样，可以是捐赠金钱、劳动、物品或者实物利益。无论捐赠或赞助的形式如何，本政策的所有条款均适用。

- Charitable donations or sponsorships should be made only with the prior authorization of responsible business unit management and should be notified to the relevant Compliance Officer.

慈善捐赠或赞助只能在事先获得相关业务单位管理层授权的情况下进行，并应通知相关合规官。

- Timely monitoring, auditing and reporting on charitable donations and sponsorships must be conducted by the business to ensure that the monies, goods or in-kind benefits donated by AMG are directed to and achieve their stated purposes.

企业必须对慈善捐赠和赞助进行及时的监督、审计和报告，以确保 AMG 捐赠的资金、货物或实物利益直接用于并实现其既定目的。

5. CORRUPTION INDICATORS and RED FLAGS 腐败指标和危险信号

The U.K.'s Serious Fraud Office, US Department of Justice, the French anti-corruption agency (AFA), the OECD¹, United Nations² and Council of Europe³ have identified a variety of indicators that could possibly imply increased corruption risks and should trigger special alert, such as:

英国严重欺诈办公室、美国司法部、法国反腐败机构（AFA）、经合组织、联合国和欧洲委员会已经确定了一系列可能暗示腐败风险增加的指标，应该引发特别警报，例如：

Corrupt Business Practices 商业舞弊行为

- Dealing in, or with a party from, a country or industry with a history of corruption problems.
与有腐败历史的国家或行业的政党进行交易或与之打交道。
- Someone insists on dealing with specific contractors themselves, or abuses the decision-making process or delegated powers.
某些人坚持自己与特定的承包商打交道，或者滥用决策程序或授权。
- Dealing with a party that is a government official or related to a government official.
与政府官员或与政府官员有关的一方打交道。
- Unusually smooth processing of the transaction, despite the party lacking the apparent expertise in the field, or despite the country's reputation for bureaucracy.
交易的处理异常顺利，尽管该党显然缺乏该领域的专业知识，或者尽管该国以官僚主义著称。
- Working with a party that desires to keep their representation secret.

¹ OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions (OECD Anti-Bribery Convention)

² United Nations Convention Against Corruption

³ Council of Europe Criminal and Civil Law Conventions



Document Type:	AMG Policy	Classification:	Public
Title:	Anti-Bribery, anti-corruption and conflicts of interest	Publication date:	August 2024
Department:	Legal & Compliance		
Policy Owner:	Chief Compliance Officer		Page: 11 of 8

与希望对其代表保密的一方合作。

- Abnormally high commission percentage being paid to a particular agency, which payments may be split into two accounts for the same agent (often in different jurisdictions).
支付给某一特定代理的佣金比例异常高，这些佣金可能被分成同一代理的两个账户（通常在不同的司法管辖区）。
- Requests that any payments be made in cash, in another country, or payment be made to a third party.
要求在其他国家以现金支付或向第三方支付任何款项。
- Pressure is brought to bear for the payment to be made urgently or ahead of schedule.
面临紧急或提前付款的压力。
- Missing documents or records regarding meetings or decisions.
缺少有关会议或决定的文件或记录。
- Payment of, or making funding available for, high value expenses such as school fees, on behalf of others.
代表他人支付高价值费用，如学费或提供资金。
- due diligence reveals that the third party has provided false information.
尽职调查显示,第三方提供了错误的信息。
- Making illogical decisions about the project.
对项目做出不合逻辑的决定。
- Unexplained preference for certain contractors.
对某些承包商不明原因的偏爱。
- Irrational explanation regarding fund destination.
对资金去向的解释不合理。
- Lavish gifts are offered.
赠送奢侈的礼物。

Recordkeeping & Accounting Provisions 记录保存和会计规定

- Payment descriptions do not match up with the type of account.
付款描述与账户类型不符。
- Vague description for payments made.
对付款的描述模糊。
- General purpose funds.
一般用途基金。
- False Invoices.
虚假发票。
- Sending payments to wrong party.
付款给错误的一方。
- Submission of inaccurate expense reports.
提交不准确的费用报告。



Document Type:	AMG Policy	Classification:	Public
Title:	Anti-Bribery, anti-corruption and conflicts of interest	Publication date:	August 2024
Department:	Legal & Compliance		
Policy Owner:	Chief Compliance Officer		Page: 13 of 8

- AMG Code of Business Conduct; AMG商业行为准则；
- AMG Supplier Code of Conduct; AMG供应商行为准则；
- AMG Speak Up & Reporting Policy. AMG 发言和报告政策。
