

Supplier's Code of Conduct

Introduction

ELM Computer Technologies Limited (the “Company”) regards integrity as one of our core values. The Company expects all its suppliers (“Supplier”) to respect and adhere to the same core values in the management of their own companies and to conduct themselves in accordance with laws and with the highest standards of professional conduct and ethics at all times in whichever region or country they serve us and our customers.

This Code of Conduct (“Code”) sets out the basic standards of conduct that the Company expects from each of its Supplier. The Company requires full compliance with these standards from Supplier and its subcontractors. Supplier shall inform its employees, agents, contractors and subcontractors about the content and requirements of this Code and ensure their compliance of this Code.

1. Compliance with this Code, Laws, and Ethical Business Practice

Suppliers must adhere to this Code while conducting business with or on behalf of the Company. Suppliers must comply with all applicable laws and regulations of the countries in which they operate and render goods and services.

Where local laws are less restrictive than this Code, Suppliers must comply with this Code, even if it would otherwise be legal. On the other hand, if local laws are more restrictive than the Code, the Suppliers must always, at a minimum, comply with those laws.

2. Anti-Bribery and Anti-Corruption

The Company conducts business honestly and ethically and has zero tolerance for unlawful or unethical conduct in any form. This includes but is not limited to corruption, bribery, fraud, extortion, embezzlement, or kickbacks. To foster transparent and trustworthy business relationships, Suppliers must abide by these same standards.

Suppliers must abide by all applicable anti-corruption laws and regulations of the countries in which they operate. Suppliers must not, directly or indirectly through any third party, offer, give, or accept anything of value. If Suppliers extend any business courtesies to the Company's employees or representatives, it should be infrequent, of low value, and permissible under the applicable laws and regulations.

3. Conflict of Interest

Suppliers must avoid any actual or potential conflict of interest with the Company.

Before the commencement of, or throughout the business relationship, Suppliers must promptly disclose to the Company any actual or potential conflicts of interest, including those that arise or are anticipated to arise from the relationship between the Suppliers or its employees and the Company, its employees, former employees, or representatives. Suppliers must cooperate with the Company to take effective measures to avoid or eliminate any possible impact of such circumstances on the existing or proposed commercial relationship between the parties.

4. Economic Sanctions

Suppliers must conduct themselves in accordance with all applicable laws and regulations for economic sanctions (“Sanctions”). Sanctions are laws and regulations made by a government that restrict dealings with certain designated persons, entities or places.

5. Anti-Fraud

Suppliers must ensure that they do not directly or indirectly engage in, perpetrate, encourage, support, condone, or otherwise participate in any activity that involves the use of deception for monetary or personal gain in a manner that is prohibited by law or regulation

6. Financial Integrity and Accounting

Suppliers must keep accurate books and records of all business dealings with the Company. These records must be kept in compliance with applicable standard accounting practices.

7. Fair Competition

Suppliers must comply with all applicable antitrust and competition laws and regulations around the world, winning business through fair and honest means. Suppliers shall not propose or enter into any agreement (written or oral) or otherwise conspire, collude or coordinate business conduct in a manner that harms or reduces competition.

In addition, Suppliers shall not share information or discuss or enter into formal or informal agreements with any competitor relating to competitively sensitive information such as price, profit, costs, and other similar terms.

8. Intellectual Property

Suppliers must take appropriate measures to safeguard and not infringe upon the intellectual property rights of the Company and its users. Suppliers shall immediately inform the Company of any potential or existing infringement of such rights.

9. Confidentiality

Supplier must not disclose confidential information of the Company or its customers to any person outside or within the Company, except with prior written permission from the Company. Confidential information of the Company includes but not limited to the Company’s trade secrets, technical knowledge, technical information, database information, customer lists, sensitive personnel data and any information concerning the Company and its business which is not generally known outside the Company.

Upon termination of a Supplier’s services, the Supplier confirms and shall undertake to ensure all copies (in whatever the forms) of information, provided by the Company for the purposes of providing the services are permanently deleted and destroyed.

Suppliers must comply with all applicable laws and regulations on cybersecurity, privacy, and data protection, as well as uphold the standards of cybersecurity and data security in their respective countries of operation.

10. Labour and Human Rights

Suppliers shall treat their employees with the utmost dignity and respect, and in accordance with applicable labor and employment laws, regulations, and the standards set forth in this Code.

11. No Child Labour

Business Partners must not use child labor and should have procedures in place to verify and ensure that no child labor is used.

12. No Forced Labour

Supplier must not use any form of forced, coerced or bonded labour, military labour or any form of human trafficking. Supplier or its subsidiaries must not tolerate any physical punishment, threats of violence or any form of physical, psychological, mental or verbal abuse as a means of enforcing discipline or control in workplace.

13. No Discrimination and Workplace free harassment

Supplier shall treat all its employees equally and fairly. All employees of Supplier must not be subject to any kind of discrimination in relation to hiring, training, wages, benefits, promotion, termination or disciplinary action. Supplier shall employ employees solely on the basis of their ability and not on any other personal characteristics. The Supplier shall uphold the highest standards of providing an environment with safe, respectful and free from any form of workplace harassment.

14. Health and Safety

Supplier shall make employees' safety a priority and provide employees a clean, safe and healthy work environment in compliance with all applicable laws and regulations for workplace health and safety. Supplier must do their utmost to identify and assess possible occupational health and safety risks and take the necessary measures to prevent, control, reduce, or eliminate such risks. Supplier shall have internal procedures in place to prevent, manage, track, and report occupational injury and illness.

15. Environmental Protection

Suppliers must comply with all applicable environmental laws, regulations, and standards. We expect our Suppliers to identify and manage the risks and opportunities presented by climate change, use natural resources efficiently and responsibly, minimize their environmental impact, and continually monitor their environmental performance.

16. Sub-contracting

Suppliers must not use subcontractors in the provision of services to the Company unless all subcontractors adopt business practices that are consistent with this Code.

17. Compliance

Suppliers shall take necessary remedial actions to rectify the non-compliance of this Code. The Company reserves the rights to terminate the business relationship at any time by immediate notice, and to remove the Suppliers from the eligible Supplier list of the Company if the Suppliers or its subcontractors fail to comply with this Code.

18. Reporting

Suppliers are encouraged to raise concerns about unethical practices, illegal conduct, or potential violations of this Code through email to the head of Legal of the Company: legal@elm.com.hk.

19. Review of this Policy

This Code will be reviewed on an annual basis, or more frequently as needed, to ensure it remains relevant and aligned with the Company's values and policies.