

HONG KONG
**Corporate Governance &
ESG** EXCELLENCE 香港公司管治與
AWARDS 2022 環境、社會及管治
卓越獎

Awards Ceremony
Commemorative Booklet
頒獎典禮特刊

13 December 2022

二零二二年十二月十三日



二十周年紀念
20th
Anniversary

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List of Proceedings

- 7:30pm** Welcome Remarks
Ms Catherine K. C. Leung
Chairperson, the Chamber of Hong Kong Listed Companies
CHKLC 20th Anniversary
Light-up Ceremony and Toasting
- 7:45pm** Keynote Speech
The Honourable Paul Chan Mo-po, GBM, GBS, MH, JP
Financial Secretary of the Government of
the Hong Kong Special Administrative Region
- 8:00pm** Dinner Begins
CHKLC 20th Anniversary
Commemorative Video Screening
- 8:30pm** Awards Presentations begin
Title Sponsor Remarks
Dr. Maurice Ngai, Ph.D., MCF, MBA, LLB, CPA, FCCA,
FCG(CS, CGP), HKFCG(CS, CGP) (P.E.), MCI Arb
Director and Group CEO
SWCS Corporate Services Group (Hong Kong) Limited
- 9:45pm** Singing Performance
- 9:50pm** Best-dress Awards Announcement and Lucky Draw
- 10:00pm** Programme ends

程序

- 7:30pm** 香港上市公司商會主席
梁嘉彰女士
歡迎致辭
香港上市公司商會二十周年亮燈儀式及祝酒
- 7:45pm** 香港特別行政區政府 財政司司長
陳茂波先生 大紫荊勳賢, GBS, MH, JP
主題演講
- 8:00pm** 晚宴開始
播放香港上市公司商會二十周年紀念短片
- 8:30pm** 獎項頒發儀式
方圓企業服務集團(香港)有限公司董事及集團行政總裁
魏偉峰博士 Ph.D., MCF, MBA, LLB, CPA, FCCA, FCG(CS, CGP),
HKFCG(CS, CGP) (P.E.), MCI Arb
冠名贊助致辭
- 9:45pm** 歌唱表演
- 9:50pm** 最佳服飾獎公布及幸運大抽獎
- 10:00pm** 節目結束



**Facilitate Communication
Strengthen Understanding
Promote Corporate Governance
Create Opportunities**

Our mission is to ensure a sound and balanced regulatory environment for all listed companies and to protect our stock market's integrity and efficiency, making sure that it is conducive to fund raising activities for the benefits of listed issuers and other market participants.

We achieve this by:

Strengthening linkages among Hong Kong listed companies and create a unified platform for them to express views over listing matters and policies, discuss market issues and connect with and learn from each other.

Acting as a primary communication channel between listed companies and market regulators and facilitating dialogue between them for exchange of views and mutual understanding.

Encouraging listed companies to adopt a high standard of corporate governance and promoting market integrity.

Creating opportunities for Hong Kong market participants and their mainland counterparts to connect with each other and discuss cross-border market development matters.

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加強了解
推廣公司管治
力創新機**

本會的使命是確保所有上市公司享有穩健、均衡的監管環境，以及維護證券市場的誠信和效率，確保市場有利於資金籌集活動，為上市發行人和其他市場參與者帶來利益。

本會透過以下方式達成使命：

鞏固香港上市公司之間的連繫，創造統一平台以表達對上市事宜及政策的看法，討論市場問題及互相聯繫與學習。

作為上市公司和市場監管機構之間的主要溝通渠道，促進各方溝通和相互了解。

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M

essage of Chairperson 主席致辭

Chairperson
The Chamber of Hong Kong Listed Companies
香港上市公司商會主席

Ms. Catherine K.C. Leung
梁嘉彰女士



As we celebrate the 20th anniversary of the Chamber of Hong Kong Listed Companies, the year 2022 also marks another important milestone for our city, i.e., the 25th anniversary of the establishment of the Hong Kong SAR, which adds a special meaning to our own anniversary. With this in mind, I can't help but reflect on how we, as an important stakeholder in Hong Kong's business and financial markets, and dedicated to its continued prosperity, can contribute more.

Hong Kong has been through some very tumultuous years. Three long years of Covid, preceded by a period of social unrest, deepened geopolitical tensions and the looming recession in western countries, all take their toll on our economy and stock market and cast a shadow on our more immediate economic prospects. The deep soul searching around the exact role and future of Hong Kong that each of us may have gone through of late also highlights the watershed moment Hong Kong is going through right now.

If one looks at the history of Hong Kong, however, one cannot help but notice that it has experienced many highs and many lows. The influx of mainlanders and capital in the 1960s that spurred the economic takeoff in the 1970s; the 1973 and 1987 stock market crashes; the confidence crisis about the handover and the brain drain that followed; the Asian financial crisis and government market intervention in 1998; the dot.com boom and bust and SARS that hit the economy hard in early 2000s, and the sub-prime crisis in 2008. The list goes on. Hong Kong is no stranger to crises, but each time we ride the storm with resilience and emerge stronger.

This shows just how special this city is. Hong Kong is the only city in the world which is a gateway bridging a hinterland of 1.4 billion people and an economy that surpasses US\$17 trillion with the rest of the world. It operates under one-country-two-systems with a highly educated, creative and energised work force. It has its own entrepreneurial spirit. Our homegrown fundamental research in the fields of drones, diagnostic solution to detect early-stage Alzheimer's disease, AI, non-invasive pre-natal testing, and robotics technology, to name but a few, represent some of the most cutting edge breakthroughs in the world. We therefore need to continue to re-engineer ourselves in our role vis-à-vis Mainland China and the rest of the world. How we expand on these strengths and advantages and turn them into continued growth engines for our future, is a question for us all.

2022年既是香港上市公司商會二十周年誌慶，亦迎來香港特別行政區成立二十五周年的重大里程碑，讓本商會的周年紀念更別具意義。由此引發我反覆思量，商會作為商界和金融市場的重要持份者，如何可以為香港作出更多貢獻，協助香港取得持續繁榮。

香港在近幾年經歷動盪，接連面臨暴風雨般的挑戰。曆三年之久的新冠病毒疫情和之前的社會動盪、越趨緊張的地緣政治局勢、西方國家的衰退危機，均對香港經濟及股市造成打擊，亦令短期經濟前景蒙上陰影。大家近期如果都在深刻反思香港可以扮演的角色和面對的未來，相信都會認同香港正值一個分水嶺時刻。

回望香港過去的歷史，我們不難發覺這城市幾歷高低起伏。上世紀60年代大量人口和資金從內地湧入，造就70年代經濟起飛；1973年和1987年股市大跌；主權移交引發信心危機導致人才外流；1988年亞洲金融風暴下港府入市干預；2000年代初之科網股熱潮與泡沫爆破及沙士重創經濟，與及2008年次按危機等，不勝枚舉。可幸的是香港每次面對危機都臉無懼色，並能以無比韌力克服難關，越發強大。

當中顯示的正是香港獨特之處。香港是全球唯一背靠坐擁14億人口和經濟總量超過17萬億美元的經濟體，並扮演其全球連繫人角色的城市。在一國兩制的制度下，香港享有教育水平高，充滿創造力和活力的工作人口，具備自成一格的創業家精神。香港本土的基礎研發具世界級水準，在無人機技術、認知障礙症早期診斷方法、人工智能、非入侵性產前檢測、機器人等技術領域都取得突破全球的成就。因此，我們必須重新審視香港面向中國內地和世界各國的定位，並該思考如何發揮這些優勢，以推動香港未來的發展。



As an organisation comprising listed companies of different industries, background and sizes, the Chamber is a congregation of market wisdom and experience. We are the antenna of market changes. As such, we are in a good position to offer ideas on how to take our market forward to develop sustainable competitive advantages and new capabilities.

This is what the Chamber has been doing for the past two decades, but we too are evolving. From our humble beginning as a communication channel between listed companies and regulators on rules and regulations, we have taken on a broader and more forward-looking market outlook; from defending listed issuers interests, we are also defending the well-being of our market and economy. We are not shy from voicing out what we believe is right for the market. From striving for the optimal listing regime and regulatory environment, admission of WVR stocks, to advocating ESG best practices and our proposition for becoming a listing hub for tech companies, we are always at the forefront to address key market issues critical to market quality and competitiveness. And we will continue to do so going forward.

Of course, we cannot do our work without the support of Government bureaux, the SFC and HKEX. Through the years, they have shown continued understanding of our concerns and are willing to listen and work with us to find the best solutions for the market. Tonight, on such a momentous occasion, on behalf of the Chamber, I thank them for the opportunity for candid dialogue and support. We look forward to working with them closely in the future and together pursue the shared vision of making Hong Kong even stronger and a better home for all.

作為一個包括不同行業、背景和規模上市公司的組織，香港上市公司商會匯聚市場智慧和經驗，亦是市場變化的風向標。因此，商會能就市場如何發展可持續競爭優勢和建立新能力方面提供有建設性的意見。

這正是商會過去二十年來的工作，但我們亦不斷與時俱進。成立伊始，商會集中充當上市公司和監管機構之間有關法規的溝通管道，隨後逐步擴闊具前瞻性的市場視野；商會專注捍衛上市發行人的利益，同時亦全力守護市場與經濟的穩健發展。商會總是毋懼提出我們深信對市場有益的構想。由爭取改善上市制度與監管環境、支持不同投票權架構的公司股票在港上市，到提倡環境、社會及管治的最佳實踐以及倡議讓香港成為科技企業上市中心，在關係到市場質素及競爭力的關鍵市場問題上，我們總站在前線，在未來亦將如是。

當然，我們的工作需要相關政府部門、證監會及港交所等的鼎力支持。多年來，他們一直對商會關切的問題表示理解，願意聆聽及與我們合作，共同尋找對市場最好的方案。我在此謹代表香港上市公司商會，衷心感謝他們給予坦誠對話的機會。本人熱切期待日後能繼續與他們緊密合作，實現壯大香港市場、讓市民可安居樂業的共同願景。

Message of Title Sponsor 冠名贊助致辭

Director and Group CEO
SWCS Corporate Services Group (Hong Kong) Limited
方圓企業服務集團(香港)有限公司
董事及集團行政總裁

Dr. Maurice Ngai
魏偉峰博士

Ph.D., MCF, MBA, LLB, CPA, FCCA, FCG(CS, CGP),
HKFCG(CS, CGP)(P.E.), MCIArb



It is our honour to witness together the listed companies' efforts in CG & ESG at today's 2022 Hong Kong Corporate Governance & ESG Excellence Awards Ceremony, co-organized by CHKLC and the Centre for Corporate Governance and Financial Policy of Hong Kong Baptist University. This year, SWCS had the pleasure to support the judging process and it was exciting to see participants with such high quality and we wish to congratulate all awardees!


We can all agree that we're facing a dire climate crisis, and governments around the world has come together particularly in past decade to establish concrete goals and commitments. It is clear that corporates and individuals too have the responsibility to work together to protect our planet.

As one of the leading corporate services providers in Hong Kong and the first TCSP to sign the United Nations Climate Neutral Now Pledge, we are on a mission to guiding companies build good governance and integrity, embrace challenges and mitigate ESG risks and explore opportunities. As such, SWCS has spearheaded various initiatives. Apart from having a strong team of CG professionals, SWCS established a separate arm of ESG professionals in 2016, to assist listed companies to comply with HKEX ESG reporting requirements and elevate their overall ESG performance. Moreover, we have been providing trainings and practical handbooks related to corporate governance, ESG and other corporate matters, to offer insights and suggested best practices. Our 2nd ESG research paper with findings, such as listed issuers' disclosures on board's governance in ESG matters and GHG emissions, resonate with that of HKEX's review of issuer's ESG disclosures, released on 25 Nov 2022. Our research provided further insightful views in ESG governance structure, different climate related risks etc.

很榮幸今天在由香港上市公司商會與香港浸會大學公司管治與金融政策研究中心合辦的2022香港公司管治與環境、社會及管治卓越獎的頒獎典禮上，共同見證上市公司在企業管治及ESG方面的努力。今年，方圓的ESG團隊有幸能為評審過程提供支持，我們很高興看到如此高質量的參賽者，在此向所有獲獎者表示衷心的祝賀！

相信我們也有共識，地球正面臨嚴峻的氣候危機，世界各國政府，尤其在過去十年間，齊心協力，制定了具體的目標和承諾。而無論企業或個人層面也有責任共同努力保護我們的地球。

作為香港領先的企業服務供應商之一和首家簽署聯合國氣候中和承諾的信託或公司服務持牌人，我們的使命是引導企業建立良好的管治和誠信，迎接挑戰，降低ESG風險並探索其機遇。因此，方圓領頭開展了各種相關的延伸發展。除了擁有豐富經驗的公司治理專業團隊外，方圓於2016年也成立了獨立的ESG專業團隊，協助上市公司遵守香港聯交所ESG披露要求並提升上市公司的整體ESG表現。此外，我們一直在提供與公司治理、ESG和其他企業服務相關的培訓及實用手冊，以提供更詳盡易明的解說與分析，並建議最佳實踐方案。方圓第2版ESG研究報告的調查結果例如上市公司的董事會對ESG的管治、溫室氣體排放等的披露與香港交易所於2022年11月25日刊發的對發行人ESG披露的最新審閱結果相呼應。我們還進一步分析上市公司的ESG治理結構、不同氣候相關風險等的表現。



Additionally, SWCS has actively contributed to the shaping of the market's CG & ESG standards and policies, providing our views towards consultation papers by HKEX and the ISSB.

With HK's target of carbon neutrality by 2050 and HKEX's mandatory TCFD-aligned climate-related disclosures by 2025, SWCS will roll out services related to carbon trading, climate risk analysis, green financing related assistance etc. to support corporates' ESG initiatives.

The future challenges are undoubtedly high, but let us make the necessary preparations together for head start to reach new heights!

此外，方圓積極參與公司治理與ESG準則和政策的製定過程，為香港聯交所和國際永續準則委員會（ISSB）的諮詢文件提供方圓專業的意見。

為實現2050年香港碳中和目標及2025年香港聯交所將會強制實施符合TCFD建議的氣候相關信息披露，方圓也準備推出與碳交易、氣候風險分析、綠色融資等相關服務，以支持上市公司的ESG發展項目。

未來的挑戰無疑是艱鉅的，但願我們現在一起未雨綢繆，攜手再創佳績！

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Message of Awards Scheme Joint-Organiser 獎項計劃聯合主辦機構致辭

Head & Professor, Department of Finance and Decision Sciences
Director, Centre for Corporate Governance and Financial Policy
School of Business, Hong Kong Baptist University

香港浸會大學工商管理學院
財務及決策學系系主任
公司管治與金融政策研究中心主任

Professor Aris Stouraitis



The Hong Kong Corporate Governance & ESG Excellence Awards is organized by the Chamber of Hong Kong Listed Companies (CHKLC) and the Centre for Corporate Governance & Financial Policy (CCGFP) at Hong Kong Baptist University (HKBU). The event recognizes listed companies with the highest standards in the practice of corporate governance and ESG beyond regulatory requirements. The dual emphasis on ESG is in line with international developments and the enhanced ESG reporting requirements which make Hong Kong a leading international financial center.

The invaluable experience gained by collaborating with the CHKLC has enabled us to devise a rigorous scoring scheme, based on clearly defined criteria, thus ensuring an independent, unbiased and transparent award evaluation process. The awards aim to help companies from Hong Kong and the Mainland to continuously improve corporate governance and ESG standards. The categorization of companies based on listing status and size ensures that we do not follow a "one-size-fits-all" approach, but we recognize companies in different stages of development.

These awards reflect the CCGFP's mission of bringing together the academic and business communities for the benefit of Hong Kong and the Mainland. The CCGFP aspires to be an internationally recognized center of corporate governance and ESG excellence by producing high quality academic and applied research, by providing graduate education through the MSc in Corporate Governance & Compliance and consulting services. Some of this research has been published in top-tier international academic journals and has been quoted in newspaper and magazine articles worldwide.

On behalf of the CCGFP I congratulate this year's winners for their achievements. I also congratulate all the other participating companies for their efforts, and hope that they will return even stronger next year. I thank the CHKLC, the sponsors, the expert review group members, the panel judges, and everyone else who worked in making this event possible.

香港公司管治與環境、社會及管治卓越獎由香港上市公司商會及香港浸會大學公司管治與金融政策研究中心舉辦。這項活動嘉獎的公司，是在企業管治和環境、社會及管治實踐中表現高於監管要求，並達致最高標準的上市公司。對環境、社會及管治的重視同時符合國際發展和越趨嚴謹的環境、社會及管治報告要求，香港憑這些優勢成為領先的國際金融中心。

我們與香港上市公司商會合作獲得寶貴經驗，從中能夠根據明確界定的標準，制定嚴格評分制度，從而確保獨立、公正及透明的獎項評審過程。獎項旨在幫助香港及內地公司持續改善企業管治和環境、社會及管治標準。根據上市狀況及規模對企業進行分類，可確保我們不採用「一刀切」的方式，並評選處於各發展階段的企業。

這些獎項反映了公司管治與金融政策研究中心的宗旨，就是讓學術界及商界攜手合作，造福香港及內地。公司管治與金融政策研究中心致力透過提供企業管治與合規理學碩士課程，以及諮詢服務，開展優質學術及應用研究，力求成為國際認可的卓越企業管治及環境、社會及管治中心。部分研究已於領先的國際學術期刊上發表，並獲世界各地的報章雜誌文章所引用。

本人代表公司管治與金融政策研究中心，祝賀今年度獲獎公司及其所獲得的成就。本人亦祝賀所有其他參與公司，讚許它們所作出的努力，並希望他們明年表現更上一層樓。本人感謝香港上市公司商會、贊助商、專家審議小組成員、評獎委員會成員，以及其他所有協助籌辦本次活動的人士。

M

essage of Chairman of the Judging Panel 評獎委員會主席致辭

Chairman of Judging Panel
評獎委員會主席

Dr. Chow Wing Kin, Anthony, S.B.S., J.P.
周永健博士 S.B.S., J.P.



First of all, I would like to commend the Chamber of Hong Kong Listed Companies and the Centre for Corporate Governance and Financial Policy of the Hong Kong Baptist University for organising this very meaningful competition, as it not only allowed listed companies to share their experiences on their journey to achieve CG and ESG excellence, it also afforded them the opportunity of showcasing their unique approach in striving for optimum shareholders value, without losing sight of social and environmental expectations. I congratulate the Chamber and the University on their success and it truly was my honour to be the chairman of the Judging Panel. I am sure the award winners will inspire others to seek future improvements, thereby raising the market quality as a whole.

I would also like to commend all the contestants for their pursuit for the highest standards in CG and ESG and for stepping forward to tell their stories.

I must admit that the task of the Judging Panel has not been an easy one as competition for this year's Awards was extremely keen, especially for the ESG Award under Category 1.

Very encouraging signs emerged during the Judging Panel's interviews as one could clearly see that Hong Kong companies have invested a lot of time and resource into developing policies or strengthening their policies in a number of areas, including climate change, diversity, whistleblowing, communication with shareholders, cyber security, to name but a few. We could also see that companies have set very clear short-term and long-term targets on what they would wish to achieve under "E", particularly in relation to carbon emission and carbon neutrality. All in all, it would appear that the HKEX's requirement on ESG reporting and the Code provisions are gathering momentum and we are witnessing many positive changes, which is most pleasing.

Finally, I would like to thank my judging panelists for their time and efforts and valuable input that had enabled the deserving winners to be found.

首先，本人對於香港上市公司商會及香港浸會大學公司管治與金融政策研究中心攜手籌辦這項饒富意義的年度賽事表示讚賞，上市公司不但可分享在落實卓越企業管治和環境、社會及管治方面的寶貴經驗，他們更可藉此機會，展示如何透過獨特的方式，在致力為股東爭取最大價值的同時，仍然符合股東對社會及環境方面的期望。本人恭賀商會和浸會大學成功舉辦這項活動，能夠擔任評獎委員會主席，本人深感榮幸。本人深信，得獎者將激勵其他人邁步向前，不斷改進，從而提高整體市場質素。

我希望讚揚所有參賽者，他們不但致力達致企業管治和環境、社會及管治的最高水平，亦願意站出來分享他們的精彩故事。

我必須說，評獎委員會的工作殊不容易，今年的獎項競爭非常激烈，特別是第一組別的環境、社會及管治獎。

會面階段中，我們留意到一些令人深感鼓舞的現象，我們注意到香港的公司，在制定政策或加強某些領域上的政策均投入了大量的時間和資源，其中包括氣候變化、多樣性、舉報、與股東保持聯繫、網路安全等。我們亦留意到，公司在「環境」方面針對希望落實的事項，尤其是在碳排放及碳中和方面，制定了清晰明確的短長期目標。總括而言，在遵守港交所之環境、社會及管治匯報規定和守則條文方面，市場取得良好勢頭，我們見證著很多令人可喜的正面改變。

最後，本人衷心感謝評獎委員會各成員，他們投入了心力和時間並提供寶貴意見，讓我們能夠選出實至名歸的得獎者。



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發展項目期數名稱「One Innovale」的第一期稱為「One Innovale第1期」、第二期稱為「One Innovale第2期」及「One Innovale」的第三期稱為「One Innovale第3期」。區域，粉嶺北。發展項目第一期、第二期及第三期所位於的街道名稱及門牌號數：馬路路8號。賣方就發展項目第一期、第二期及第三期指定的互聯網網站的網址：www.oneinnovale.com.hk | 本廣告宣傳資料內載列的照片、圖像、繪圖或素描顯示純屬畫家對有關發展項目之想像。有關照片、圖像、繪圖或素描並非按照比例繪畫及/或可能經過電腦修飾處理。準買家如欲了解發展項目的詳情，請參閱售樓說明書。賣方亦建議準買家到有關發展地盤作實地考察，以對該發展地盤、其周邊地區環境及附近的公共設施有較佳了解。仕嘉門牌號數有效期間或可建屋。



Criteria

Awards of Excellence in Corporate Governance

Companies considered for the **Awards of Excellence in Corporate Governance** should demonstrate commitment and achievement in the following areas of corporate governance:

1. A corporate culture and leadership with appropriate corporate structure and policies conducive to good corporate governance.
2. Evidence of protecting and advancing rights and interests of all shareholders, especially minority shareholders.
3. Evidence of maintaining good relationships with different stakeholders via different channels and responding to their needs and concerns, showing respects for ethical, economic, social, environmental and human values in the business process.
4. Effective composition and structure of the board of directors that allows the board to exercise its duties/responsibilities independently and effectively.
5. Demonstration of the high quality of board directors and the whole board and its committees, and examples of their process and performance that advance the value of company and interests of stakeholders.
6. Integrity in financial reporting that ensures quality and timely disclosures of financial and other non-financial information.
7. Effective internal controls and risk management processes as well as internal and external audit process that minimize hazards, fraud, corruption and other malpractices.
8. Clear delineation of the role of executive management and their accountability to the board, and the policy on assessment & compensations for senior executives.

Awards of Excellence in ESG

Companies considered for the **Awards of Excellence in ESG** should demonstrate commitment and achievement in the following areas of ESG:

1. A corporate culture and leadership with appropriate management, monitoring and public reporting systems and policies conducive to sustainability.
2. Evidence of committing to sustainable use and protection of natural resources along the production chain, demonstrating commitments on reducing the company's direct and indirect environmental impacts, actively promotes the value of environment along every channel of the supply chain.
3. Evidence of a strong commitment to community investment and philanthropic support.
4. Effective policies and procedures to address risks and responsibilities across the company's workforce, supply chain, and business partnerships as well as in communities impacted by its operations.

評審準則

公司管治卓越獎

合資格角逐「**公司管治卓越獎**」的公司應展示在下列公司管治領域的承擔及成就：

1. 擁有良好公司管治文化及領導層承擔，並配合適當之公司結構及政策。
2. 保護和提高所有股東、尤其是少數股東的權利和權益。
3. 透過不同渠道與利益相關者維持良好關係，並回應他們的需求及顧慮，同時在業務過程中對道德、經濟、社會、環境及人文價值顯示尊重。
4. 董事會及其轄下委員會擁有有效的組成及結構，可以獨立而有效地行使其權責。
5. 擁有高質素的董事，其表現足以證明能為公司締造價值和為各利益相關者爭取權益。
6. 財務報告的穩健性，能以高水準和適時地披露財務及非財務資料。
7. 擁有高效的內部監控、風險管理，以及內部和外部審核程序，藉以最大程度地減少風險、欺詐、貪污及其他不當行為。
8. 對行政管理層的權責及其對董事會的責任有清楚界定，並且擁有清晰的高級行政人員之考評和薪酬政策。

ESG 卓越獎

合資格角逐「**ESG 卓越獎**」的公司應展示在下列 ESG 領域的承擔及成就：

1. 擁有良好可持續發展文化及領導層承擔，並配合適當的管理、監察及公開匯報的制度和政策。
2. 能證明在生產鏈沿線上持續運用及保護自然資源的承諾，貫徹減少企業直接和間接對環境的影響，並主動向供應商宣揚環境保護的價值觀。
3. 能證明企業對社會投資的承諾和對慈善的大力支持。
4. 制定有效的政策和程序以處理職工、供應鏈、商業合作伙伴及社會公眾因受企業經營影響下衍生的風險和職責。

5. Active strategies to ensure equitable access to the company's goods and services, effective policies and procedures in place to protect consumers' rights.
6. Evidence of maintaining an ongoing dialogue with different stakeholders and committing to open and transparent reporting systems for social impact.
7. Cultivate a collaborative and constructive work environment through forward looking strategies and effective employee management, development and trainings policies and process.
8. Demonstration of respects for values of staff work/life balance, workforce diversity and non-discrimination; implementing fair, effective, and competitive remuneration strategies and policies.

In their assessment, the ERP and Judging Panel will consider the candidate companies' efforts and achievements in complying with or exceeding the Stock Exchange of Hong Kong's various new rules and requirements under respective criterion.

For both the Awards of Excellence in Corporate Governance and Awards of Excellence in ESG, special attention will be paid to the following three areas :

1. Innovations and significant improvements in corporate governance or ESG made over the last three years.
2. Efforts made to internalize and pursue the highest principles of corporate governance or ESG over-and-beyond compliance with requirements.
3. Ability to show positive business impact of the corporate governance or ESG spirit and practices.

Selection Process

Award policies and selection process/criteria will be overseen by a joint CHKLC-CCGFP Award Organizing Committee (AOC). The selection process will involve an Expert Review Group (ERG) and an Award Judging Panel (AJP). Selection process goes through two rounds.

Preliminary Round

The ERG comprises independent expert assessors from various sectors. Each entry is reviewed independently by two assessors using an assessment model based on the self-completed questionnaire and studying the entrant's performance of corporate governance and ESG practices in accordance with the aspects of respective criteria with reference to published information.

In addition, each candidate company is requested to provide supplementary information in no more than 800 words (in either English or Chinese) to illustrate the company's corporate governance

5. 採取主動策略確保平等獲取企業提供的商品及服務，訂立有效的政策和程序保障消費者權益。
6. 能證明與不同利益相關者持續對話，貫徹實踐開放透明的社會影響報告制度。
7. 透過具前瞻性的策略和有效的員工管理、發展和培訓政策及程序，積極培養具合作性和建設性的工作場所。
8. 展現對員工工作 / 生活平衡、團隊多元性及無歧視等價值觀的尊重，實施公平有效和具競爭性的薪酬策略及政策。

在作出評審時，負責遴選工作之專家審議小組和評獎委員會考慮參與評獎之公司在各評審準則下，為符合和超越聯交所最新條例要求所作出的努力和成就。

在評審「公司管治卓越獎」和「ESG 卓越獎」時，評獎委員會將特別關注公司在下列三個範疇的表現：

1. 過去三年在公司管治或 ESG 方面的創新和重大改善舉措。
2. 在深化並追求公司管或 ESG 最高原則作出努力，並非單純符合條例要求。
3. 能顯示其公司管治或 ESG 理念和措施為業務帶來正面影響。

遴選程序

香港上市公司商會及公司管治與金融政策研究中心將聯合組成「獎項組織委員會」（獎項組委會），以制定獎項政策，及遴選程序和準則。遴選工作將分別由專家審議小組和評獎委員會負責。遴選程序分兩輪進行。

首輪

專家審議小組由來自不同行業的獨立專家評審人員組成。兩名評審人員將審視參選公司提交之問卷，並研究公司之公開資料，以評定公司在符合各項公司管治及 / 或 ESG 評審準則要求之表現，藉此對每間參選公司進行獨立審核。

除此之外，請每間參選公司提供 800 字以內之補充資料（可使用中文或英文），以描述在公司管治或 ESG 之理念，新舉措，主要成就等，也可以用案

or ESG beliefs, new endeavours, or major achievements. A case study can be used as illustration. Companies who have participated in the Awards Programmes in previous years and taken part in the interview with the Judging Panel may elect to highlight any improvements made since then based on feedbacks or comments from the judges, if appropriate.

Separation write-ups are required for the Award of Excellence in Corporate Governance and the Award of Excellence in ESG.

As our ERG would review published annual and / or ESG reports as part of its evaluation, additional and updated information or a highlight description is preferred. Those satisfying the basic criteria will be short-listed. The ERG then reviews and ranks all short-listed entries, comparing their strengths, weaknesses and achievements. Top entries are recommended for further consideration by the AJP.

Final Round

The short-listed finalist companies will be invited to make a 20-minute verbal presentation followed by questions from the AJP for 15 minutes during the AJP meeting. Finalists are expected to showcase and highlight their achievements in corporate governance or ESG in accordance with the respective criteria during the AJP meeting.

Decisions of AJP

The Award Judging Panel may usually recommend three awards in each sub-group of both "Excellence in Corporate Governance" and "Excellence in ESG" Award Categories (The number of awards may be adjusted at the sole discretion of the Awards Judging Panel). The Awards Judging Panel reserves the right to withhold awards if the required standards are not met.

Honourable Mentions may also be awarded to companies not attaining the required standard of an Award as an encouragement.

* The decision of the AJP is final and no appeal or correspondence will be entertained.

例形式表達。曾於往年參選的公司並進入與評獎委員會會面階段，可選擇描述有否就評委給予的反饋或意見作出相應的改進，及改進的具體內容。

假如同時參選「公司管治卓越獎」和「ESG 卓越獎」，請分別提供兩份補充資料。

專家審議小組將審閱公司之年報 / 或 ESG 報告，建議提供額外及更新資料或作概述。專家審議小組特揀選符合基本標準的公司，再根據公司各方面因素，排列優次。排名前列的公司將獲專家審議小組將推薦予評獎委員會，進入最後一輪遴選。

最後一輪

獲推薦予評獎委員會之公司將獲邀與評獎委員會會面，進行二十分鐘的口頭陳述，隨後進行十五分鐘的答問。會面將於本港進行。在最後一輪評選時，公司需向評獎委員展現其在符合各項公司管治及 / 或 ESG 評審準則之突出表現。

評獎委員會的決定

評獎委員會可就「公司管治卓越獎」和「ESG 卓越獎」下之每一組別推薦三個獎項（評獎委員會可酌情增減）。若參選公司未能達到規定的標準，評獎委員會保留不頒發獎項的權利。

評獎委員會可向未達獎項標準的參選公司頒發評審嘉許，以資鼓勵。

* 評獎委員會所作的決定為最終決定，且不接受任何上訴或通信。

Building Homes with Heart

以心建家

新鴻基地產發展有限公司秉承「以心建家」的信念，堅持追求卓越，精益求精，是香港最具領導地位的發展商之一。集團用心發展優質項目，興建多項地標物業，彰顯香港國際大都會的地位；其中位於九龍站的環球貿易廣場，為全港最高的建築物，與對岸的中環國際金融中心二期組成宏偉壯麗的香港景觀標誌「維港門廊」。

Sun Hung Kai Properties Limited's spirit of "Building Homes with Heart" and constant pursuit of excellence have made it a leading Hong Kong property company. It has built many distinctive landmarks over the years and helped define the city as a major international metropolis. ICC at Kowloon Station is the tallest building in Hong Kong and remains a focal point on the skyline forming the stunning Victoria Harbour Gateway with Two IFC on the opposite shore.



Victoria Harbour Gateway, Hong Kong



新鴻基地產

Sun Hung Kai Properties



Dr. Chow Wing Kin,
Anthony S.B.S., J.P.
Senior Consultant
Guantao & Chow
Solicitors and Notaries

周永健博士 S.B.S., J.P.
觀韜律師事務所 (香港)
資深顧問

Dr. CHOW Wing Kin, Anthony is a solicitor admitted to practice in Hong Kong and England & Wales. He is currently the Senior Consultant of the law firm Guantao & Chow Solicitors and Notaries. On returning to Hong Kong from England in the late 70s, he joined the law firm Baker & McKenzie as an associate. In 1982, he established his own law practice Anthony W. K. Chow & Co which has since evolved to become Guantao and Chow. His principal areas of practice include corporate and commercial, civil litigation, property and trust. Dr. Chow is also a China-Appointed Attesting Officer.

Dr. Chow was the President of the Law Society of Hong Kong, the governing body of solicitors, for the period between 1997 and 2000. During his presidency, he devoted much time to the development of the Hong Kong legal profession in Mainland China.

Dr. Chow has also served the Hong Kong community in a number of ways over the last 20 years. He was appointed a Justice of the Peace in 1998 and awarded the Silver Bauhinia Star by the Government of HKSAR in 2003. He was admitted to Honorary Fellowship of The Hong Kong Institute of Education in March 2010, Honorary Fellowship of King's College London in 2013, Roll of Honour of The Law Society of Hong Kong in 2015, Doctor of Social Sciences, honoris causa of The Open University of Hong Kong in 2018 and Doctor of Laws honoris causa of The Hong Kong University of Science and Technology in 2021.

Dr. Chow serves and he served on the board of directors of a number of publicly listed companies in Hong Kong and Mainland China.

周永健博士於香港、英格蘭和威爾士地區取得執業律師資格。他現為觀韜律師事務所 (香港) 之資深顧問。周博士於 1970 年代後期返回香港，隨即加入貝克・麥堅時律師事務所。1982 年，周博士創立周永健律師行，及後發展成為觀韜律師事務所 (香港)。他的法律專業範疇包括企業及商業、民事訴訟、房地產和信託。周博士為中國司法部委託公証人。

周博士於 1997-2000 年間擔任香港律師會會長。該會是香港律師行業之理事機構。在任期間，他專注香港法律專業在中國內地的發展事宜。

在過去 20 年，周博士致力在不同崗位服務香港社群。他於 1998 年獲委任為香港特別行政區太平紳士，及於 2003 年獲頒發香港特別行政區銀紫荊星章。周博士於 2010 年獲嘉許為香港教育大學榮譽院士；2013 年獲嘉許為倫敦國王學院榮譽院士；2015 年獲嘉許為香港律師會榮譽律師；2018 年獲頒授香港都會大學 (前稱香港公開大學) 榮譽社會科學博士，並於 2021 年獲頒授香港科技大學榮譽法學博士。

周博士現任和曾任多間香港和中國內地之上市公司的董事。

Professor Aristotelis Stouraitis is Professor of Finance and Head of the Department of Finance and Decision Sciences and Director of the Centre for Corporate Governance and Financial Policy at Hong Kong Baptist University. He was previously with City University of Hong Kong during 2000-2010.

He holds Bachelor's degrees in economics, accounting and finance from the American College of Greece, MSc in management from INSEAD (France), and PhD in finance from Imperial College London (United Kingdom).

His research interests are in corporate finance, with emphasis on corporate restructuring and corporate governance. His research has been published in the Journal of Financial Economics, Management Science, the Journal of Financial and Quantitative Analysis, the Review of Finance, the Journal of Corporate Finance, and other international academic journals. He has made presentations in conferences organized by the U.S. National Bureau of Economic Research (NBER), Harvard Business School, the European Finance Association, the Asian Finance Association, and in more than 30 other international academic conferences worldwide. His research or commentary has been quoted in media outlets in North and South America, Europe, and Hong Kong, including Bloomberg, The Economist magazine, and the leading German financial daily newspaper, Handelsblatt.

Aristotelis Stouraitis 教授，香港浸會大學財務及決策學系教授及系主任，香港浸會大學公司管治與金融政策研究中心主任，2000-2010 年間在香港城市大學任教。

他持有希臘美國學院經濟、會計學及金融學學士，法國歐洲工商管理學院管理學理學碩士及英國倫敦帝國理工學院金融學博士。

他的研究興趣為企業金融，主要著重企業改造及公司管治。他的研究曾在《財務經濟期刊》、《管理科學》、《財務及定量分析期刊》、《金融回顧》、《公司金融期刊》及其他國際學術期刊內刊登，亦曾於三十多個國際學術組織如美國國家經濟研究局、哈佛商學院、歐洲金融協會、亞洲金融協會等所舉辦的國際會議中發表論文。其研究亦曾被南北美、歐洲及香港的報章和雜誌包括彭博、《經濟學人》、著名德國金融日報 Handelsblatt 等引用。



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Professor Aristotelis Stouraitis

香港浸會大學工商管理學院
財務及決策學系系主任
公司管治與金融政策
研究中心主任



Dr. Au King Lun, MH
Executive Director
Board Member
Financial Services
Development Council

區景麟博士, MH
香港金融發展局董事會成員
行政總監

Dr. AU King Lun is Executive Director of Financial Services Development Council (FSDC). Prior to joining the FSDC, he was President of Value Partners Group Limited. Dr Au also served as CEO of Eastspring Investments (Hong Kong) Limited and CEO of BOCHK Asset Management Limited. He also held various senior management positions at other financial institutions including Baring, GMO and HSBC Global Asset Management.

Dr AU was named CEO of the Year in Hong Kong by Asia Asset Management in 2012 and 2014. He was awarded the Medal of Honour by the HKSAR Government in 2008 for his valuable contributions to the securities and asset management industry. He was also the Chairman of the Hong Kong Securities and Investment Institute (HKSI) from 2006 to 2008 and the Chairman of the Hong Kong Investment Funds Association in 2004/2005.

Dr AU is currently serving as a Council member of the Hong Kong Institute of Chartered Public Accountants, an Index Advisory Committee Member of China Securities Index Co., Limited and an Adjunct Professor at the University of Hong Kong among other public services.

Dr AU is a CFA Charterholder and a Senior Fellow of HKSI. He received his BA in Physics from the University of Oxford and PhD in Theoretical Particle Physics from the University of Durham.

區景麟博士現任香港金融發展局（金發局）行政總監。加入金發局前，區博士為惠理集團有限公司總裁。此前，他為瀚亞投資（香港）有限公司及中銀香港資產管理有限公司的行政總裁。區博士亦曾於其他金融機構出任多個高級管理職位，這些公司包括霸菱、GMO及箴豐環球投資管理。

區博士分別於二零一二年及二零一四年獲《亞洲資產管理》頒發「香港區最佳行政總裁年度大獎」。他亦於二零零八年獲香港特別行政區政府頒授榮譽勳章，以表揚其對證券及資產管理界的傑出貢獻。此外，區博士於二零零六年至二零零八年期間擔任香港證券及投資學會主席，並於二零零四／二零零五年度出任香港投資基金公會主席。

區博士目前擔任多項公職，包括香港會計師公會理事會成員、中證指數有限公司之指數專家委員會成員以及香港大學客席教授。

區博士現為特許金融分析師，以及香港證券及投資學會傑出資深會員。他持有英國牛津大學物理學學士學位及英國杜倫大學粒子理論物理學博士學位。

Ms. Ivy Lai has been a partner of Richards Butler since 2001 (the firm merged with Reed Smith in 2008). Ivy qualified as a solicitor in Hong Kong in 1995 and England and Wales in 2008. She mainly practises in corporate finance and general commercial matters including initial public offerings and listings of shares on the Hong Kong Stock Exchange, secondary offerings, mergers and acquisitions, joint venture transactions and general corporate compliance issues. Ivy is experienced in dealing with PRC related matters and cross-border transactiona. She was appointed by the Ministry of Justice of the PRC as a China-Appointed Attesting Officer in April 2009. In light of the experience gained from handling client work as well as from her role as a member of the executive committee of Reed Smith (from 2018 to present), Ivy is well versed in corporate governance issues.



Ms. Ivy Lai
Partner
Reed Smith Richards Butler

賴愛慧女士
禮德齊伯禮律師行合夥人

賴愛慧律師自 2001 年始成為禮德齊伯禮律師行合夥人 (該行於 2008 年與禮德律師事務所合併)。1995 年在香港取得執業資格，且於 2008 年取得英格蘭及威爾士的執業資格，在企業融資和一般商務方面，包括在香港聯交所首次公開招股及上市項目、二次發售、合併與收購、合營交易以及企業合法、合法規事宜方面具有豐富的經驗，亦精通與中國有關的事務及跨境的交易。賴律師於 2009 年 4 月獲中華人民共和國司法部指定為中國委托公證人。基於其處理客戶事務和作為禮德律師事務所的執行委員會成員 (自 2018 年至今)，賴律師對企業管治事宜具有豐富的經驗。

Mr. Peter Chan is an assurance partner of Ernst & Young (“EY”) Hong Kong, specializing in the technology, media and entertainment, and telecommunications (“TMT”) industries. He has over 25 years of professional experience in providing assurance and advisory services to clients in Hong Kong, Mainland China and other Asia-Pacific regions. He is EY Hong Kong’s TMT Assurance Leader.

Peter actively supports entrepreneurs and startups based in Hong Kong. He is a nomination champion of EY Entrepreneur Of The Year (EOY) China awards program. Peter has involved in various TMT, initial public offering, startup and growth markets related activities.

Peter has substantial experience in leading and coordinating the audits of publicly-traded companies and large multinational corporations. He has involved in a wide range of assurance engagements, including those in connection with initial public offerings, mergers and acquisitions, and corporate restructuring.



Mr. Peter Chan
Partner, Assurance
TMT Assurance Leader
Ernst & Young, Hong Kong

陳日輝先生
安永香港審計服務合夥人
安永香港 TMT 審計主管合夥人

陳日輝先生是安永香港審計服務合夥人，專長于科技、媒體和娛樂以及電信 (“TMT”) 行業。陳先生擁有超過 25 年專業服務經驗，審計及諮詢客戶遍及香港、中國大陸及亞太其他地區。他是安永香港 TMT 審計主管合夥人。

陳先生積極支援香港本地企業家和初創企業的發展。他是安永企業家獎中國之提名負責人，並曾參與多項 TMT，新股上市，初創及增長型企業市場之相關活動。

陳先生對帶領和統籌上市公司和大型跨國企業的核數工作素有經驗，曾參與多個涉及新股上市，收購合併，企業重組等項目的合規工作。



Ms. Helen Zee
Former Vice Chairperson
The Chamber of Hong Kong
Listed Companies

徐閔女士
香港上市公司商會
前副主席

Ms. Helen Zee has more than 25 years experience in investment banking. She has been actively involved in the financial industry as well as in various government, community and social services.

She was former Vice Chairperson of the Chamber of Hong Kong Listed Companies from 2019-2020 and former General Committee Member from 2013-2020. She is Chairman of the Investment Committee and board member of Hong Kong Protection Deposit Board (HKMA). In the fintech arena, she has been a member of Hong Kong Cyberport Advisory Panel since its inception.

She is a Member of Mandatory Provident Fund Schemes Advisory Committee and a Member of Securities & Futures Commission Process Review Panel. She is a former member of HKEx Listing Committee and GEM Listing Committee (2013-2019) and member of Securities & Futures Tribunal (2014-2021).

She is a Member of University Grants Committee. She is former member of HKSAR Government Scholarship Fund (2014 -2018); and Steering Committee and member of HK Self Financing Post-secondary Scholarship Education Fund (2014 – 2018). She was Member of investment committee of Sir Murray MacLehose Trust Fund, Home Affairs Bureau (2017 – 2019).

She is a Member of Estates Agents Authority.

She is an accountant by training and is member of AICPA. She holds a Bachelor degree in Business Administration from University of California, Berkeley.

徐閔女士擁有逾 25 年投資銀行的經驗。徐女士一直積極參與金融業以及各種政府、社區及社會服務的事務。

徐女士是香港上市公司商會前副主席 (2019-2020) 及前常務委員會成員 (2013-2020)。她是香港存款保障委員會的投資委員會主席及委員會成員。在金融科技領域上，徐女士自香港數碼港啟用起已是香港數碼港顧問委員會的成員。

徐女士是強制性公積金計劃諮詢委員會的成員及期貨事務監察委員會程序覆檢委員會的成員。徐女士是香港交易所上市委員會及 GEM 上市委員會的前成員 (2013-2019) 以及證券及期貨事務審裁處的成員 (2014-2021)。

徐女士是大學教育資助委員會的成員。徐女士是香港特別行政區政府獎學基金的前成員 (2014-2018)，及香港自資專上教育基金的督導委員會委員及成員 (2014-2018)。徐女士是民政事務局麥理浩爵士信託基金投資顧問委員會的成員 (2017-2019)。

徐女士是地產代理監管局的成員。

區博士現為特許金融分析師，以及香港證券及投資學會傑出資深會員。他持有英國牛津大學物理學學士學位及英國杜倫大學粒子理論物理學博士學位。

Ms. Ivy Wong is the Chair of Baker McKenzie's Capital Markets Practice Group in Asia Pacific and serves on the Global Capital Markets Steering Committee. Ivy is a Hong Kong, English and New York qualified partner based in Hong Kong. Her practice focuses on IPOs, securities offerings, corporate finance, mergers and acquisitions, compliance and general corporate work. She has led many unprecedented and high-profile securities offerings and cross-border transactions, including many successful listings that are first of its kind on the Hong Kong Stock Exchange and multiple landmark and innovative deals that won industry awards.

Ivy has extensive expertise in handling international clients and resolving issues arising from different regulatory regimes. Her clients include many reputable listed companies, multinational corporates and conglomerates, financial institutions and fund houses.

Ivy was shortlisted for Euromoney Asia Women in Business Law Awards from 2019 to 2021, and is named one of the leading Capital Markets practitioners in Hong Kong. She has been quoted and interviewed by international media and journals including Bloomberg, The Wall Street Journal, The Economist and Reuters.

She also serves as the Hong Kong lead partner of Baker McKenzie's BakerWomen Committee and is a member of the Firm's Junior Lawyer Committee.



Ms. Ivy Wong
Partner, Hong Kong
Baker McKenzie

王端淇律師
貝克·麥堅時律師事務所合夥人

王端淇律師是貝克·麥堅時亞太區資本市場業務部的主席及全球資本市場業務部指導委員會的成員。王律師為本所香港辦事處的合夥人，持有香港、英國和美國紐約州的律師執業資格。她主要從事公司上市、證券發行、企業融資、併購、合規和一般商務諮詢等法律工作。她曾多次帶律師團隊進行具代表性和高知名度的跨境證券發行與交易，包括許多創先河的香港聯交所上市項目，以及屢獲殊榮的重大創新交易。

她能代表國際客戶解決因跨國的不同監管制度所引起的法律問題，在這方面擁有豐富的專業知識和經驗，客戶包括眾多知名上市公司、跨國企業和集團、金融機構，以及基金公司等。

王律師為《歐洲貨幣》2019年至2021年亞洲女性商法大獎的入圍律師之一，並獲評為香港資本市場業務的領先律師之一。她曾多次獲國際媒體與刊物引用和採訪，包括《彭博社》，《華爾街日報》、《經濟學人》及《路透社》等。

另外，王律師也是貝克·麥堅時推動多元共融的 BakerWomen 委員會的香港代表，以及貝克·麥堅時新晉律師委員會委員。



Ms. Nelly Szu Chia Pai
Managing Director
Head of Hong Kong IPO and
Corporate Finance Group
JP Morgan

白思佳女士
摩根大通董事總經理
上市保薦及企業融資部門主管

Ms. Nelly Pai is Managing Director and Head of Hong Kong IPO and Corporate Finance Group, responsible for HK IPO execution and HKEX communication in the Asia Pacific region. She has extensive experience in public and private financing in capital market. Prior to joining JP Morgan in 2010, Nelly worked in China Investment Banking of UBS and DB for many years.

She is also a certified public accountant in Hong Kong and the US with years of experience in the Corporate Finance team in PwC Hong Kong and Beijing.

白思佳女士為董事總經理，擔任上市保薦及企業融資部主管，負責亞太地區香港上市項目的執行及與聯交所的溝通。她在資本市場公募和私募融資方面經驗豐富。2010 年加盟摩根大通之前，白思佳女士曾在瑞銀和德意志銀行的中國投資銀行部任職多年。她同時還是香港和美國的註冊會計師，曾在普華永道的香港和北京的企業融資部工作多年。

項目執行經驗豐富，深度參與各類型中國企業的資本市場及併購交易。

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We welcome Hong Kong listed companies which identify the principles and commitments of the Hong Kong Corporate Governance Charter to become a signatory. Please contact the Chamber of Hong Kong Listed Companies for further information.

歡迎認同此份香港公司管治約章所載原則及承諾與香港上市公司成為簽署機構。詳情請與香港上市公司商會聯絡。

A. General Principles & Commitments

1. The Charter embodies the paramount aspects of corporate governance (CG) and highlights the principles and core values of good corporate governance. It encourages organisations to recognize the importance of CG to their business and adopt these principles, values and aspirations incorporated therein. This Charter also reflects the board of director's commitment to monitoring the effectiveness of policy and decision-making both at the board and management levels, with a view to enhance long-term firm values.
2. We recognize that corporate governance is a system or institutional arrangement that delineates the rights and responsibilities of each primary (internal) stakeholder and decision-maker (i.e. shareholders, the board of directors, and the executive management) of a company, and the design of institutions and mechanisms that induce or control board directors and executive management to maximize firm values and best align the interests of different stakeholders of the company.
3. We believe good CG is paramount to the health and long-term sustainability of a company, the financial market and the economy. It is a basic element of a company's commitment to being an organisation that is responsible to its stakeholders. We believe good CG yields tangible results in the long-term. On the other hand, poor governance affects how all stakeholders perceive us, and is often too visible and costly.
4. We are voluntarily committing to higher than legally required standards of CG. We embrace the principles and values behind CG and move away from an attitude of box-ticking compliance. We are continuously seeking improvements and innovations in CG. We treasure the spirit and substance of CG, not the fad or form.
5. While we share the core values and spirit of good CG, we understand and accept not every CG measure is suitable to every company because of the different stages of company development. The cost-effectiveness of each specific CG measure has to be assessed carefully before adoption in each organisation.
6. By signing this Charter, our companies agree to observe the core values and spirit embodied in it and will treat them as the cornerstone of the way forward for our own CG development.

A. 一般原則及承諾

1. 本約章涵蓋公司管治的重要層面並突顯良好公司管治的原則和核心價值。本約章鼓勵機構認識公司管治的重要，並採納約章包含之原則、價值和冀望。本約章同時反映董事會承諾監察本身及管理層在制定政策和執行決策時之有效性，以提高企業的長遠價值。
2. 我們認為公司管治是一套體系或制度安排，就公司各主要（內部）利益相關者及決策人（即股東、董事會及執行管理層）的權利及責任清楚劃分；透過設立制度及機制鼓勵或監控董事會及執行管理層，以優化公司價值及協調不同利益相關者的權益。
3. 我們相信，良好的公司管治對公司、金融市場和經濟的健康及長期可持續發展至關重要。它是公司對其利益相關者表明履行責任之承諾的一個主要部份。我們相信，長遠而言，良好的公司管治將產生切實的效益。另一方面，不良的公司管治將影響全體利益相關者對我們的看法，而代價將會十分明顯而沉重。
4. 我們自願承諾遵守高於法規要求的公司管治標準。我們接受公司管治背後的原則及價值，並避免按章辦事的被動態度。我們不斷尋求公司管治的改善與創新。我們重視公司管治的精神與實質，而非外在潮流或形式。
5. 雖然我們認同良好公司管治的核心價值和精神，我們了解到並非每一項公司管治舉措均適用於所有公司，因為各公司處於不同的發展階段。因此各公司在採納具體的公司管治舉措之前得審慎評估其成本效益。
6. 透過簽署本約章，我們公司同意遵守當中體現的核心價值和精神，並將該等核心價值和精神視為公司管治發展道路上的基石。

B. Specific Principles & Commitments

Commitment

7. We provide leadership to champion the CG spirit within our organisations and adopt appropriate corporate structure and policies.
8. We protect the rights and interests of shareholders and treat all shareholders fairly.
9. We fulfill not only shareholders' but also other stakeholders' expectations and honour ethical, social, environmental and human values.
10. We ensure effective composition and structure of the board of directors.
11. We empower the board to set strategic directions for the company and monitor corporate performance, risks and opportunities.
12. Our board of directors oversees information inflow to the board, financial reporting, and corporate disclosures and transparency.
13. Our board of directors upholds business ethics and integrity via appropriate control systems, audit processes, code of conduct and staff training.
14. We define clearly the role of executive management and hold them accountable to the board.

Substance

As leaders of companies, we lead by example in demonstrating good CG and in educating and coaching staff members of its importance. We develop the necessary infrastructural framework and cultivate a healthy corporate culture conducive to integrity, fairness, transparency, accountability and responsibility.

We respect that all shares have equal rights. We will do our best to communicate with shareholders and enable them to attend, raise agenda items, ask questions, express opinions, vote and appoint proxies at shareholders' general meetings. A controlling shareholder, if in existence, should not make any decisions for its own interests at the expense of the company or the minority shareholders.

We believe that our efforts to perform well financially and to protect our shareholders' interests are not in conflict with our respect for the needs and well being of other stakeholders including employees, customers, suppliers and the general public. We continuously communicate and work closely with different stakeholders to make sure the company is responsive to the needs of others, and their concerns.

We find the right people to sit on the board of directors, people who will engage, and who are committed, competent and independent. There are well-defined nomination, election, appointment, renewal and assessment procedures. We provide directors with effective orientation and training, resources support, access to information, and fair and performance-linked remuneration.

The board delegates authority and allocates responsibilities by setting up effective board committees and establishing effective accountability mechanisms. Working for the interests of the company as a whole, the board and its committees work with good division of labour, with each committee having its clearly defined role and measurable performance objectives. We seek an optimal balance between directors' conformance role and performance role.

The board will communicate with, and report to, shareholders and other stakeholders on important corporate policies and decisions. It works closely with the executive management to ensure the relevancy, accuracy, completeness and timeliness of disclosures relating to financial and other corporate information.

The board will oversee the design and effectiveness of its internal control system, risk management system, and the internal as well as external audit process so as to minimize the likelihood of fraud, corruption and other malpractices. Code of conduct, guidelines and policies concerning transactions in company shares (insider trading), connected party transactions, gift & entertainment, use (abuses) of company property, and conflict of interests as well as anti-corruption and bribery, are available.

The board will lay down policies that guide the search, selection, coaching, supervision, assessment, retention and of the executive management. It ensures continuity and effective succession plan of the CEO. While maintaining appropriate independence, we promote culture, dynamics and mutual trust between the board and management.

B. 具體原則及承諾

承諾

7. 在機構內以身作則支持公司管治的精神及採納適當的公司架構和政策。
8. 保護股東的權益並公平對待所有股東。
9. 不僅實現股東期望，而且實現道德、社會、環境及人類價值。
10. 確保董事會擁有有效的組成及結構。
11. 我們授權董事會為公司設定策略方向並監控公司表現、風險及機遇。
12. 董事會將監督其掌握資訊的程序、財務報告之制定，以及公司披露之水平及透明度。
13. 董事會將透過適當的監控制度、審核程序、行為指引及員工培訓以維持商業道德及誠信。
14. 我們清楚界定行政管理層的職責並要求他們對董事會負責。

具體措施

作為公司的領導者，我們以身作則，展示良好的公司管治行為，教育員工了解其重要性並提供輔導。我們建立必需的基礎架構並培養一種有利於提高誠信、公平、透明度、問責及負責的健康公司文化。

我們認為所有股東具有平等權利。我們將盡最大努力與股東溝通及為他們出席股東週年大會、並在會上提出議項、提問、表達觀點、投票及委任代表提供方便。控股股東（如有）不得犧牲公司或少數股東的利益，而作出任何只有益於其本身的決定。

我們相信，我們為提高財務表現及股東利益所作的努力與我們對其他利益相關者（包括僱員、客戶、供應商及普通大眾）的需求及福祉的關心並無衝突。我們不斷與不同的利益相關者溝通及密切合作，以確保公司對他們的需求及顧慮作出回應。

我們物色合適人選擔任董事會成員，該等人士具承擔、有責任感、有能力及具獨立性。我們亦制定清晰的提名、選舉、委任、續任及評估程序。我們為董事提供有效的引導及培訓、資源支援、所需資訊，以及合理和與表現掛鈎的酬金。

董事會透過設立高效的委員會及建立有效的問責機制授權及分配責任。董事會及其各委員會分工合理，並具有明確的職責及目的，以及可衡量的表現目標，共同為公司的整體利益作出貢獻。我們尋求在董事的遵從職責及表現職責之間找到最佳平衡。

董事會將就重要的公司政策及決策與股東及其他利益相關者溝通及向他們報告，並與執行管理層密切合作，以確保財務及其他公司資料的披露均相關、準確、完整及適時。

董事會將監督其內部監控制度、風險管理系統以及內外審核程序的設計及有效性，藉以最大程度地減少出現欺詐、貪污及其他不當行為的可能性。董事會亦制定與公司股份交易（內幕交易）、關連交易、饋贈及款待、使用（濫用）公司財產、利益衝突及反貪污和賄賂有關的行為守則、指引及政策。

董事會將制定政策，以指導行政管理層的物色、遴選、輔導、監控、評估、挽留及薪酬，並確保行政總裁的連續性及繼任計劃保持有效。在保持適當獨立性的同時，我們將推動董事會與管理層之間互動及互信的文化。



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