

HONG KONG INTERNET REGISTRATION CORPORATION LTD FORM B2 - DECLARATION OF INTERESTS BY DIRECTORS

(Please read the guidance note in the back page before completing this form)

I, **CHENG Siu Hong, Raymond** (Name), hereby declare, to the best of my knowledge, my interests that may give rise to conflict of interest, real or potential, in the course of conducting and deliberating the business of the Hong Kong Internet Registration Corporation Limited (“the Corporation”) in relation to my appointment as Director of the Corporation:

1. Proprietorships, partnerships or directorships of a public and/or private body in the field of Internet applications, domain name registration and services, information technology or telecommunications, Internet community projects as well as any connection with a private and/or public body providing or in the course of making an offer / tender to provide the Corporation with facilities/services:

Council Member, HSBC Bank (Vietnam) Limited Members’ Council

Senior Advisor, QBN Management Ltd

Member, Committee on Innovation, Technology and Re-industrialisation under Innovation & Technology Commission

Member, Innovation and Technology Fund – Re-industrialisation Funding Scheme Vetting Scheme

Assessor for Enterprise Support Scheme Assessment Panel under Innovation and Technology Fund, Innovation & Technology Commission

Member, Advisory Committee of The Joint Committee on Information Technology for the Social Welfare Sector

Chairman, Hong Kong Science & Technology Park Digital Advisory Committee

Member, Cyberport Entrepreneurship Centre Advisory Group

Council Member, The Hong Kong Federation of Youth Groups

Member, Hong Kong Federation of Youth Groups ICT Task Group

Director, Hong Kong Institute for IT Professional Certification

Member, Independent Vetting Committee, Institute of Big Data Governance

Chairman, CUHK Engineering FinTech Applied Research Academy Advisory Committee

Independent Manager of the Incorporated Management Committee, Shun Tak Fraternal Association Yung Yau Colleague (School Board)

Chairman, Joint Universities Computer Centre

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2. Shareholdings in a public and/or private body (1% or more of the company's issued share capital) in the field of Internet applications, domain name registration and services, information technology or telecommunications, Internet community projects as well as any connection with a private and/or public body providing or in the course of making an offer / tender to provide the Corporation with facilities/services:

3. Remunerated employments, offices, trades, professions or vocations in a public and/or private body in the field of Internet applications, domain name registration and services, information technology or telecommunications, Internet community projects as well as any connection with a private and/or public body providing or in the course of making an offer / tender to provide the Corporation with facilities/services:

4. Any other private interests (either business or non-business) which may cause a perceived or actual conflict of interest with the Corporation.

Declared by CHENG Siu Hong, Raymond

Guidance Note

Avoidance and Declaration of Conflict of Interest by Directors

A fundamental integrity requirement that all Directors should avoid situations which may compromise (or be seen to compromise) their personal judgment or integrity at work or lead to conflict of interest.

When a situation involving a conflict of interest cannot be avoided, Directors should as soon as possible make full disclosure of all relevant interests which conflict, may conflict or may be seen to conflict with their official duties. The basic principle to be observed is that Directors' advice should be disinterested and impartial and it is the responsibility of each Director to judge and decide if the situation warrants a declaration, and to seek a ruling from the Chairman in case of doubt.

There are circumstances in which a tie of kinship or friendship, or some other association or loyalty which does not give rise to a financial interest, can influence the judgement of a Director in discharging his official duties, or may reasonably be perceived as having such an influence. As such, a Director's duty to avoid or declare a conflict of interest goes beyond the disclosure of interests that are definable in pecuniary terms.

Examples of Conflict of Interest

Some common examples of conflict of interest include:

- a) a Director involved in the procurement process is closely related to or has beneficial interest in a company which is being considered by the Corporation 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 Director responsible for the recruitment or promotion;
- c) a Director involved in the selection of a supplier for the Corporation 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 Director responsible for giving final approval or endorsement to contract negotiation; or
- e) a Director responsible for evaluating tenders is a part-time consultant of one of the tenderers.

Directors should complete this **Form B2** and report to the Board of the Corporation when they believed that there is actual/potential conflict of interest.

Directors Bidding for the Corporation's Contracts

As a matter of principle, Directors should avoid entering into any business contract (e.g. for the supply of goods and services) with the Corporation in their personal capacity to prevent the public perception of Directors using their capacity to obtain financial gains from the Corporation. Where this is unavoidable, Directors shall also complete this **Form B2** and adhere to the guidelines on managing possible conflict of interest in bidding for the Corporation's business contracts as set out below:

- (1) When the need for a contract is discussed, the Directors should be asked at the outset to declare whether they or any company associated with them are interested in bidding for the contract.

(2) The Directors who have declared an interest to bid should not take part or be present at any subsequent discussions or meetings concerning the proposed contract, and should be prohibited from access to any information in relation to the contract (other than in the capacity of a bidder).

(3) The Directors who have not declared an interest to bid (and the companies concerned) should not be allowed to bid subsequently.

(4) When a Director (or a company associated with him) has expressed an interest to bid, the Corporation board should ascertain whether any information relating to the contract has already come to the possession of the Director in the course of his duties as a Director. If so, such information should be made available to other bidders as well to ensure a level playing field.

(5) If a Director (or a company associated with him) has put in a bid, care should be taken to ensure that he subsequently has no access to the submitted tender documents which may contain commercially sensitive information.

(6) Bidder identity should be anonymized before the evaluation of bids if a Director (or a company associated with him) is one of the bidders.

(7) If a Director (or a company associated with him) is successful in bidding for the contract, he should withdraw from all discussions relating to the contract, except when attending in the capacity of a supplier or a service-provider.