

南京银行反贿赂反贪腐政策要点

Key Points of Anti-Bribery and Anti-Corruption Policies of Bank of Nanjing

南京银行股份有限公司（简称“本行”）持续完善反腐败相关制度。制定《南京银行员工行为守则》，通过持续教育和培训，确保员工理解和遵守，提升职业道德水平和运营效率。制定《涉刑案件风险防控管理政策》《涉刑案件风险防控管理办法》，压实各级机构案防主体责任，健全案件风险全链条防控机制。制定《南京银行集中采购管理办法》《南京银行集中采购实施细则》等相关制度和规范性文件，在业务流程中明确反贿赂、反贪污要求。制定《南京银行关联交易管理办法》《南京银行关联交易管理实施细则》《金融市场业务交易人员行为管理办法》等相关制度和规范性文件，将权力置于制度的约束之下。

Bank of Nanjing Co., Ltd. (“the Bank”) continuously improves anti-corruption related policies. The Bank has developed the *Code of Conduct for Employees of Bank of Nanjing*, and ensures that employees understand and comply with the code by organizing ongoing education and training sessions, so as to enhance their professional ethics and operational efficiency. The *Policy on Risk Prevention and Control for Criminal Cases* and the *Measures on Risk Prevention and Control for Criminal Cases* have been formulated to reinforce the main responsibility for case

prevention of entities at all levels and improve the comprehensive prevention and control mechanism of case risks. The Bank has formulated policies and rules such as the *Centralized Procurement Management Measures of Bank of Nanjing* and the *Centralized Procurement Implementation Rules of Bank of Nanjing*, which put forward the anti-bribery and anti-corruption requirements for business processes. The Bank also has formulated policies and rules such as *The Measures for the Administration of Related Party Transactions of Bank of Nanjing*, the *Detailed Implementation Rules for the Administration of Related Party Transactions of Bank of Nanjing*, and the *Regulations on Conduct for Financial Markets Trading Personnel* to subject power to policy constraints.

一、适用范围

I. Scope of Application

《南京银行员工行为守则》适用于南京银行集团。《涉刑案件风险防控管理政策》《涉刑案件风险防控管理办法》适用于本行各级机构。《南京银行关联交易管理办法》适用于本行各级机构。《南京银行集中采购管理办法》适用于本行各级机构。《南京银行集中采购实施细则》适用于总行。各分支机构根据总行制度规定，结合分行实际，明确相关程序与要求，制定分行集中采购实施细则。

The Code of Conduct for Employees of Bank of Nanjing governs Bank of Nanjing Group. *The Policy on Risk Prevention*

and Control for Criminal Cases and the *Measures on Risk Prevention and Control for Criminal Cases* apply to the Bank's entities at all levels. The *Measures for the Administration of Related Party Transactions of Bank of Nanjing* applies to the Bank's entities at all levels. The *Centralized Procurement Management Measures of Bank of Nanjing* applies to the Bank's branches at all levels. The *Centralized Procurement Implementation Rules of Bank of Nanjing* applies to the Head Office. Branches shall, in accordance with the Head Office's regulations and based on their specific circumstances, define specific procedures and requirements, and formulate implementation guidelines for centralized procurement at the branch level.

二、总体原则及要求

II. General Principles and Requirements

1. 本行员工应当严于律己，清正廉洁，秉公办事，不徇私情，不弄虚作假，不营私舞弊，抵制诱惑，拒腐防变。

1. The Bank's employees shall adhere to rigorous self-discipline, maintain ethical conduct, ensure impartial decision-making, reject nepotism or bias, abstain from fraud or deceit, oppose unethical personal enrichment, withstand external temptations, and proactively prevent corruption and integrity risks.

2. 员工应当按照规范运用与管理各项费用、开支，避免

铺张浪费，不得申报或审批虚假、不实费用。

2. Employees shall manage expenses and costs in accordance with applicable regulations, avoid extravagance, and shall not submit or approve claims for fraudulent or false expenses.

3. 员工在与政府机关、监管机构工作人员或竞争对手、客户、供应商等利益相关单位人员交往中，严禁以任何名义和形式给予、索要或谋取不当利益。

3. Employees are strictly prohibited from providing, soliciting, or seeking to obtain improper benefits under any pretext or in any form when interacting with personnel of government agencies, regulatory bodies, competitors, clients, suppliers, or other stakeholder entities.

4. 禁止利用职务和工作便利进行利益输送。不得组织、参与民间借贷、充当资金掮客、经商办企业等从业禁止行为。未经本行允许，不得在其他营利性组织中兼职或领取报酬。

4. Employees are strictly prohibited from utilizing their positions or work privileges for improper benefit transfer. Organizing or participating in informal lending activities, acting as unauthorized financial intermediaries, operating commercial ventures, or engaging in other professionally prohibited conduct is strictly forbidden. Without explicit approval from the Bank, employees may not hold concurrent positions or receive

remuneration from profit-oriented organizations.

5. 员工应当遵守禁止内幕交易规定，不得利用内幕信息为自己或他人谋取利益，不得将内幕信息告知他人，不得基于内幕信息为他人提供理财或投资等建议。

5. Employees shall comply with the regulations prohibiting insider trading, and are strictly forbidden from exploiting non-public information to obtain personal benefits for themselves or others, disclosing such information to third parties, or providing investment or financial advice based on such information.

三、 重点关注领域及要求

III. Key Focus Areas and Requirements

（一） 人事任免

(I) Personnel appointment and removal

本行建立了完善的履职回避制度，明确了关键人员范围，规范了任职回避、业务回避等管理要求，推动全行干部员工公正履职、廉洁从业。在人员招录、岗位调整、职责变更等环节，加强亲属关系排查，避免新形成需回避的情形；员工在从事涉及本人、亲属或其他可能影响公正履职的干部考察、任免、奖惩、调配、招录等重点业务时，严禁以任何方式施加影响。对于违反履职回避制度的，依规依纪严肃处理，严防潜在风险。

The Bank has established a sound recusal system, defined the scope of key personnel and specified the requirements for recusal in personnel appointments and business operations, to

ensure employees perform their duties impartially and maintain professional integrity. During personnel recruitment, position adjustments, and changes in responsibilities, familial relationship screenings are strengthened to avoid creation of new situations requiring recusal. When employees are involved in key businesses activities that concern themselves, their relatives, or other parties that may affect the impartial performance of their duties, such as cadre assessment, appointment and removal, rewards and punishments, assignment, and recruitment, they are strictly prohibited from exerting any influence in any way. Any violations of the recusal rules will be subject to strict disciplinary actions in accordance with relevant regulations, ensuring proactive risk mitigation.

(二) 采购

(II) Procurement

本行着力构建公开透明、清廉高效的集中采购体系，将反腐要求贯穿采购管理全过程，覆盖所有项目及合作方。在供应商准入阶段，本行严格设定负面清单，对存在违法失信、涉贪腐行为纳入招标采购禁止性条件。防范关联供应商串通投标行为，加强与内外部巡查、审计监督部门沟通联动，对存在串通、行贿或输送其他不正当利益行为的供应商采取相应措施。

The Bank is committed to establishing a transparent, ethical, and efficient centralized procurement system, integrating anti-

corruption requirements throughout the entire procurement lifecycle and ensuring comprehensive coverage across projects and partners. During supplier onboarding, a stringent negative list is enforced to exclude entities with records of legal violations, dishonesty, or corruption-related activities from participating in bidding processes. To prevent collusive bidding among affiliated suppliers, the Bank enhances coordination with internal and external oversight bodies, including audit and inspection departments, and implements targeted measures against suppliers found engaging in bid-rigging, bribery, or providing improper benefits.

本行制定《南京银行集中采购管理办法》，并配套出台《南京银行集中采购实施细则》《南京银行员工违规行为处理办法（试行）》，明令禁止集中采购相关行为，并对违规行为采取处理措施：

The Bank has formulated the *Centralized Procurement Management Measures of Bank of Nanjing*, along with the supporting documents *Centralized Procurement Implementation Rules of Bank of Nanjing* and the *Disciplinary Measures for Employee Misconducts of Bank of Nanjing (Trial)*, explicitly prohibiting improper conducts in centralized procurement and stipulating disciplinary actions for violations as follows:

1. 采购及相关人员不得进行可能影响采购公平竞争的任何活动。

1. Procurement personnel and related parties are strictly prohibited from engaging in any activities that may affect the fairness and impartiality of procurement processes.

2. 采购及相关人员与候选供应商存在经济利益关系、近亲属在候选供应商任职等利害关系或可能影响采购活动客观公正性的其他情况时，应主动说明并申请回避。供应商认为采购及相关人员与其他供应商存在上述关系时，可申请其回避。

2. Where procurement personnel or related parties have financial interest relationships with candidate suppliers, or close family members hold positions at candidate suppliers, or for other circumstances that could compromise procurement objectivity, they shall proactively disclose these circumstances and request recusal. Suppliers may also request the recusal of personnel suspected of having such relationships with other suppliers.

3. 采购及相关人员不得私下接触供应商，不得以权谋私、收受商业贿赂；严禁接受供应商现金、礼品、宴请及旅游等形式的馈赠；严禁私下与供应商进行商品买卖及其他形式的交易行为；严禁在供应商处报销各项费用；不得违背原则向集采办推荐不符合采购条件的供应商。

3. Procurement personnel and related parties are forbidden from the following conducts: having private contact with suppliers; abusing their positions for personal gain; or receiving cash, gifts, banquets, travel arrangements, or other forms of

benefits from suppliers; engaging in private transactions or commodity trading with suppliers; reimbursing personal expenses through suppliers; or recommending unqualified suppliers to the Centralized Procurement Office against procurement principles.

4. 采购及相关人员应严格执行保密制度，不得透露采购预算、候选供应商名单、采购文件、评委组成、评审办法、谈判策略及其他采购相关信息；不得向无关人员泄露评审过程与结果、采购进展情况及其他采购相关信息。

4. Procurement personnel and related parties shall strictly adhere to confidentiality protocols. They are prohibited from disclosing procurement budgets, candidate supplier lists, procurement documents, evaluation panel compositions, review criteria, negotiation strategies, or other confidential procurement information; or sharing evaluation processes, results, or procurement progress and other procurement-related information with unauthorized personnel.

5. 应重点关注并有效识别同一项目/包件选取的供应商之间存在的关联关系，重点关注股权关系、任职、疑似同一地址、疑似同一电话等情况，避免出现供应商串标风险。

5. Close attention shall be paid to identifying associative relationships between selected suppliers for the same project/lot, particularly in cases involving equity ties, shared personnel, identical addresses, or common contact information, to avoid

collusion.

6. 任何部门或个人不得违反本细则相关规定要求采购需求（或业务主管）部门、采购及相关人员向其指定的供应商进行采购。

6. No department or individual may instruct procurement request departments (or business supervisors), procurement personnel and related parties to source goods/services from designated suppliers in violation of these rules.

7. 通过《南京银行员工违规行为处理办法（试行）》明确集中采购管理违规行为及处理规定，对于违反上述要求的责任人，依规严肃处理。

7. The *Disciplinary Measures for Employee Misconducts of Bank of Nanjing (Trial)* clearly defines procurement management violations and corresponding disciplinary actions. Personnel found responsible for breaches will face strict penalty in accordance with applicable regulations.

（三）信贷

(III) Credit

本行严格按照规定开展审查审批。严格审查信贷业务的合法性、合规性、安全性、效益性，严禁隐瞒业务的信用风险和重大问题。坚持审贷分离，严格执行回避管理要求 and 不相容岗位分离制度。

The Bank rigorously conducts review and approval procedures in accordance with policies. It strictly assesses the

legality, compliance, security and profitability of credit business. Concealing credit business risks and major issues is strictly prohibited. The principle of separating loan review and loan approval must be adhered to, and the recusal management requirements and the separation of incompatible positions must be strictly enforced.

1. 始终坚持审贷公开透明，审查审批人员不得私自会见客户，不得向客户、分支机构或其他单位和人员索取、收受贿赂或违反规定收受可能影响公正履职、明显超出正常礼尚往来的各种名义的礼品、现金、礼券、消费卡和有价证券、股权、其他金融产品等财务及其他好处。不得违规收取客户费用，或利用职务之便收取客户、中介或合作机构等好处费、佣金、回扣等。不得接受可能影响公正履职的宴请、旅游、健身、娱乐等活动安排。

1. The review and approval process must be conducted with transparency and openness. Review and approval personnel are prohibited from: meeting clients privately; soliciting, accepting, or demanding bribes from clients, branches, other entities, or individuals, or receiving under any pretext financial or other benefits (such as gifts, cash, gift vouchers, prepaid cards, marketable securities, equity shares, or other financial instruments) that violate regulations and may impair impartial duty performance or significantly exceed normal social courtesies; illegally collecting fees from clients or exploiting their positions

to obtain facilitation fees, commissions, rebates, or other benefits from clients, intermediaries, or partners; accepting banquets, travel arrangements, fitness memberships, entertainments, or other activities that could compromise impartial duty performance.

2. 坚持独立审贷，严禁干预、授意相关人员或按照相关人员授意违规审贷。贷审会要全面、客观审议信贷业务风险与收益，不得对审议事项进行引导性发言。坚持按规定程序审批，严禁越权或变相越权、逆程序或变相逆程序审批。

2. Independence in the review and approval process shall be maintained, and any intervention in, instruction to, or compliance with unauthorized directives regarding loan review processes is strictly prohibited. The loan review meeting shall comprehensively and objectively deliberate on the risks and benefits of credit business and shall not make guiding statements on the matters under review. The approval procedures shall be followed as prescribed. Any overstepping of authority (explicit or disguised), or reversal/subversion of due process is expressly prohibited.

（四）公益捐赠

(IV) Public welfare donations

本行公益捐赠工作坚持规范运作、阳光透明的原则，严格依照国家法律法规、相关政策及本行内部管理制度要

求开展。所有捐赠项目均须履行审批程序，项目一经审批，须严格按照既定捐赠方案及捐赠协议执行，任何单位和个人不得擅自变更捐赠财产的性质与用途，严禁截留、挪用捐赠款物，严禁借捐赠为个人谋取不正当利益。对发生挪用、侵占、贪污捐赠款物等行为的，对有关责任人依规依纪严肃处理，涉嫌犯罪的，移交司法机关依法追究刑事责任。

The Bank shall adhere to the principles of standard operations and transparency in its public welfare donation initiatives, strictly complying with national laws and regulations, relevant policies, and the Bank's management rules. All initiatives shall undergo approval procedures. Once approved, an initiative shall be implemented in strict accordance with the pre-established donation plan and signed agreements. No entity or individual has the authority to arbitrarily change the nature and purpose of the donated assets, retain or misappropriate the donated funds or materials in any way, or seek improper personal benefits through donations. In the event of misappropriation, embezzlement or other misuse of donated funds and materials, the parties responsible shall be subject to disciplinary actions in accordance with applicable regulations. Cases involving suspected criminal conduct shall be referred to judicial authorities for criminal liability investigation in accordance with the law.

四、 管理机制

IV. Management Mechanisms

(一) 组织保障

(I) Organizational support

本行董事会负责确定本行合规管理目标，对本行合规管理的有效性承担最终责任，董事会下设风险管理委员会履行合规管理相关职责。监事会承担合规管理的监督责任，高级管理人员负责落实合规管理目标，对主管或分管领域业务合规性承担领导责任。本行明确董事会、监事会、高级管理层等在贪污受贿等涉刑案件风险防控中的职责分工，董事会承担案件风险防控最终责任，董事会授权下设的风险管理委员会具体负责案件风险防控相关工作，监事会承担案件风险防控监督责任，负责监督董事会和高级管理层案件风险防控履职尽责情况。高级管理层承担案件风险防控执行责任，负责执行监管机构及董事会各项案件风险防控要求，负责严格执行领导干部个人有关事项报告制度，落实交流轮岗、履职回避、兼职管理、因私出国（境）等规定，严格落实干部日常监督管理各项要求。

The Bank's Board of Directors is responsible for setting the Bank's compliance management objectives and bears ultimate responsibility for the effectiveness of the Bank's compliance management. The Risk Management Committee under the Board of Directors performs duties related to compliance management, the Board of Supervisors assumes supervisory responsibility for

compliance management, and senior management is responsible for implementing the compliance management objectives and bears leadership responsibility for the compliance of the businesses within their respective assigned or supervised areas. The Bank clearly defines the responsibilities of the Board of Directors, the Board of Supervisors, and senior management in the prevention and control of criminal cases involving bribery and corruption. The Board of Directors bears the ultimate responsibility for case risk prevention and control, and authorizes the Risk Management Committee to be specifically responsible for tasks related to case risk prevention and control. The Board of Supervisors is responsible for overseeing the performance of the Board of Directors and senior management in fulfilling their duties regarding case risk prevention and control. Senior management is responsible for executing all case risk prevention and control requirements from regulators and the Board of Directors and strictly implementing the reporting system for personal matters of leaders, the regulations on job rotation, duty avoidance, part-time job management, and private overseas trips, and all requirements for the daily supervision and management of leaders.

(二) 廉洁教育

(II) Integrity education

本行系统推进新时代廉洁文化建设，制定下发《南京

银行廉洁文化建设实施意见》，统筹谋划重点任务。面向全行范围，推出多样化、体系化的廉洁主题活动，通过丰富的宣传载体和创新的传播方式，加强干部员工廉洁从业意识，推动形成风清气正的良好环境。将廉洁文化深度融入企业文化理念体系，将其作为党风廉政建设和反腐败工作的重要组成部分，推动清廉理念贯穿全行治理与经营管理全过程。

The Bank systematically presses ahead with the development of integrity culture in the new era, and has formulated and issued the *Implementation Opinions on Strengthening Integrity Culture of Bank of Nanjing*, which strategically defines key tasks. Diverse and systematic integrity-themed activities have been rolled out across the bank, leveraging various communication channels and innovative dissemination methods to strengthen the integrity awareness of leaders and employees in their professional conduct, thus fostering a healthy and upright environment. Integrity culture is deeply integrated into the corporate value system, serving as a vital component of the Bank's efforts in Party conduct improvement and anti-corruption. This ensures that the principle of clean governance permeates the entire process of the Bank's corporate governance and business management.

本行着力推进员工从业规范教育，多形式组织合规培训，实现机构、人员培训全覆盖，宣导员工职业操守、行

为禁令、道德规范；在每年度“三新”人员（新员工入职、新干部提拔、新转岗调任）的培训中，专门安排合规课堂作为必修课，不断增强合规意识，自觉遵守法律法规和本行内部制度；多渠道发布案件风险提示、异常行为通报，时刻督促全员遵守纪律，规范行为；多形式开展警示教育，通过中共南京银行党校、“随鑫学”等线上线下平台，常态化开展廉洁教育，在重大节日等关键时间节点发送廉洁提示，以案说德、以案说纪、以案说法、以案说责，让警钟长鸣，让敬畏常在。

The Bank is committed to enhancing employee compliance education regarding professional conduct, by organizing compliance training via various channels that cover all entities and personnel, to promote awareness of professional ethics, behavioral prohibitions, and moral standards. For annual training for new employees, newly promoted leaders and newly transferred employees, the Bank arranges dedicated compliance sessions as mandatory courses, continuously strengthening compliance awareness to ensure conscious adherence to laws, regulations, and the Bank's internal policies. The Bank issues case risk alerts and abnormal behavior notifications through multiple channels, consistently reminding all staff to comply with discipline and standardize their behavior. It conducts diverse forms of warning education, delivers regular integrity courses through the Communist Party School of Bank of Nanjing, the

“Suixinxue” platform and other online and offline channels, and issues integrity reminders during key periods such as major holidays. Using real cases to illustrate ethics, discipline, law, and accountability, the Bank aims to keep the alarm bells ringing and maintain a constant sense of reverence.

（三） 员工行为管理

(III) Employee conduct management

员工应自觉尊法、学法、守法、用法，强化法治意识与法治思维，养成办事依法、遇事依法、解决问题依法、化解矛盾依法的工作习惯，切实推动法治南银的建设与发展。

Employees shall comply with, study, abide by and apply the law, strengthen their legal awareness and legal thinking, and develop work habits of handling affairs according to the law, seeking legal solutions when encountering issues, solving problems through legal means, and resolving conflicts by relying on the law, thereby effectively promoting the construction and development of a law-based Bank of Nanjing.

员工应牢固树立全员合规、全程合规、主动合规的理念，知敬畏、守底线，从“要我合规”向“我要合规”“我懂合规”“我能合规”“我愿合规”转变，全面了解岗位合规要求，不断增强合规意识，严格遵守法律、法规、规则、准则和行内制度。

Employees shall internalize the concept of collective

compliance, whole-process compliance, and proactive compliance, and demonstrate reverence for ethical principles and uphold the minimum standards of integrity, transitioning from the mindset “compliance is imposed on me” to “I commit to compliance”, “I understand compliance”, “I achieve compliance”, and “I champion compliance”. They shall fully understand the compliance requirements for their positions, continuously enhance their compliance awareness, and strictly adhere to laws, regulations, rules, standards, and internal policies.

员工应自觉践行从业规范和职业操守，主动抵制并严禁参与非法集资、地下钱庄、洗钱、商业贿赂、内幕交易、操纵市场等违法行为，严禁参与黄、赌、毒和涉黑涉恶活动。

Employees shall practice professional conduct and ethics, and proactively resist and strictly refrain from participating in unlawful activities such as illegal fund-raising, underground banking, money laundering, commercial bribery, insider trading, and market manipulation. Participation in activities related to prostitution, gambling, drugs-related activities, and organized crime is strictly prohibited.

员工应始终加强思想道德建设，品行正直，诚实守信，勤勉尽职，廉洁自律，坚持以最高道德标准要求自己，在任何情况下，都不得以违法违规为代价追求利益。

Employees shall consistently strengthen ethical and moral

development, uphold integrity, demonstrate honesty and trustworthiness, exhibit diligence and dedication to duty, and maintain self-discipline. They should always hold themselves to the highest moral standards and, under no circumstances, pursue interests at the cost of violating laws and regulations.

五、 检视与更新

V. Review and Update

本行将根据国家政策、监管要求、行业发展和管理需要，适时对本制度进行检视和更新。

Bank of Nanjing will periodically review and update the policies in accordance with national policies, regulatory requirements, industry development and operational needs.