





CODE OF BUSINESS CONDUCT & ETHICS

BUSINESS CONDUCT & ETHICS	DIRECTORS	SENIOR MANAGEMENT	EMPLOYEES
(a) Conflict of Interest	A Director should not use his position to make profit or acquire advantage for himself and his related interests.	Senior management is expected to ensure that they themselves and their subordinates are not in any way involved in any conflict of interest which can adversely influence their judgement, objectivity, or loyalty to the Company.	The Company has adopted certain basic work rules for all employees, based on its company core values, basic work ethics, and respect for others. The Company recognizes that employees may take part in other activities outside of their work, but any potential conflict of interest arising from said activities must be disclosed promptly to management.
(b) Conduct of Business and Fair Dealings	A Director is expected to conduct fair business transactions with the Corporation and to ensure that personal interests do not influence board decisions.	Senior management and Employees should ensure that their personal interests do not conflict with the interest of the Company. Senior management should make sure that employees always abide by all laws and company policies.	
(c) Receipt of gifts from third parties	It is recognized by the Company that giving and receiving “business gifts” to include entertainment and gift items is a customary way to strengthen relationships. However, said gifts should be nominal in value and not given or received with intent to influence the decision making of the recipient. No one may give or receive gifts that will violate laws, regulations, and agreements.		

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(d) Compliance with Laws & Regulations	Directors are expected to comply with the SRC disclosure requirements, rules and regulations.	Senior officers are expected to ensure that the policies and regulations of the Company are practiced by the employees. Should violations occur, management should ensure that appropriate disciplines are applied including or up to termination of employment.	Each employee is expected to follow all Company policies and regulations at all times.
(e) Respect for Trade Secret/Use of Non-public information	Directors are expected to respect the sensitivity of the information received during their term of service. Confidentiality should Be maintained at all times.	At all times, company assets should be protected including trademarks, intellectual property, electronic files and confidential information. All officers and staff are prohibited to communicate material non-public information to any person.	
(f) Use of Company Funds, Assets and Information	Directors should ensure that all policies with regard to Company assets, funds and information are widely practiced. Said policies are supposed to be reviewed regularly.	Officers and staff are expected to use Company assets, information, and funds with utmost respect and within the boundaries of policies and regulations, in pursuit of legitimate company business interests. Senior management is expected to make sure that al employees adhere to the guidelines.	
(g) Employment & Labor Laws & Policies	Directors are expected that employment labor laws are strictly followed and adhered to by the Company.	Employment and labor laws are widely disseminated in the Company for every one to follow and comply with.	
(h) Disciplinary Action	All directors, officers and staff who violate the provisions stated in the Corporate Governance Manual and Code of Ethics shall be subject to penalties and/or sanctions as maybe imposed by the Board of Directors		

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RELATED PARTY TRANSACTIONS	POLICIES AND PROCEDURES
(1) Parent Company	<p>All business transactions with the Parent Company should always be above board and transparent. All disclosure requirements needed by governing authorities should be complied with by both parties.</p> <p>The Board of Directors formulate policies and procedures that would ensure the integrity and transparency of related party transactions to include joint ventures, subsidiaries, affiliates, stockholders, officers and directors, spouses, children, etc. The Board ensures that all transactions are always to the interest of the Company.</p>
(2) Joint Ventures	
(3) Subsidiaries	
(4) Entries Under Common Control	
(5) Substantial Stockholders	
(6) Officers including spouse/children/siblings/parents	
(7) Directors including spouse/children/siblings/parents	
(8) Interlocking director relationship of Board of Directors	