



Guotai Junan International Holdings Limited 國泰君安國際控股有限公司

(incorporated in Hong Kong with limited liability 於香港註冊成立的有限公司)
Stock Code 股份代號 : 1788




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環境、社會及 管治報告



範圍及匯報期間

本報告為國泰君安國際控股有限公司(簡稱「國泰君安國際」, 連同其附屬公司統稱「本集團」)發佈的首份環境、社會及管治報告, 主要匯報本公司於環境、社會及管治(「環境、社會及管治」)方面的表現, 乃參考香港聯合交易所有限公司的上市規則與指引中附錄二十七所載《環境、社會及管治報告指引》作出披露。

除另有說明外, 本環境、社會及管治報告涵蓋本集團香港辦事處業務經營於二零一六年一月一日至二零一六年十二月三十一日止期間在環境及社會兩個主要範疇的整體表現。本集團從事五大核心業務: 經紀、企業融資、資產管理、貸款及融資以及金融產品、做市及投資。

權益人的參與及重要性

為確定本集團於本環境、社會及管治報告中匯報的首要議題, 主要權益人(包括投資者、股東及僱員)已參與定期會面和交流, 共同探討及審議有助公司實現潛在增長及應對未來挑戰的關注事項。

權益人的意見

本集團歡迎權益人就我們的環境、社會及管治方針和表現提供意見。如有任何建議或意見, 敬請電郵至 enquiry@gtjas.com.hk。

國泰君安國際的環境、社會及管治政策

國泰君安國際環境、社會及管治政策的基本原則如下:

- 提升公司價值, 關注股東回報
- 加強與投資者的透明溝通, 提升投資者的金融知識和能力
- 滿足客戶需求, 保護客戶權益
- 促進員工成長, 保障員工權益
- 支持環境保護, 助推社區投資項目

環境、社會及管治報告

A. 環境

匯報期間，本集團涉及的排放主要為辦公場所使用的電力及紙張，以及公司車輛耗用的汽油。本集團業務並無涉及受國家法律法規規管的廢氣排放、用水、包裝材料或有害廢棄物處理或處置。本集團辦公場所總建築面積為53,000平方米。

1. 溫室氣體排放

(i) 溫室氣體排放

溫室氣體排放 範圍	排放源	排放量 (以噸二氧化碳 當量計)	總排放量 (佔比)
範圍1			
直接排放	本集團車隊的汽油消耗	17.03	2.29%
範圍2			
間接排放	購用電力	654.99	87.95%
範圍3			
其他間接排放	紙張消耗	72.72	9.76%
總計		744.74	

匯報期間，本集團業務產生的溫室氣體排放量為744.74噸二氧化碳當量(主要為二氧化碳、甲烷、氧化亞氮)。年度排放強度為每平方米0.014噸二氧化碳當量。

2. 電力

本集團的耗電量為829,098千瓦時，耗能強度為每平方米15.64千瓦時。實行的節能措施包括：購置節能的辦公電器設備、LED燈、恆電膽及T5節能燈管；打印機及電腦預設節能模式；及鼓勵所有部門的員工在非辦公時間關閉照明燈及電腦。

3. 用水

由於水費計入向業主支付的管理費內，因此未能取得用水數據。然而，本集團已對計算機服務器機房的冷卻設備設置冷卻能力上限，積極提倡節約用水。

4. 汽油

匯報期間，本集團旗下3輛汽車耗用汽油總量為6,287.47公升，排放17.03噸二氧化碳當量。本集團在購車時優先考慮市場上最節能的車型。

5. 有害廢棄物及無害廢棄物

本集團業務並無產生有害廢棄物。本集團業務產生的無害廢棄物主要為辦公用紙。日常辦公用紙合共15.15噸，排放72.72噸二氧化碳當量。本集團推行多項節約用紙措施，包括：鼓勵雙面列印減少用紙；在打印機旁放置回收盒，收集單面用過的紙張進行循環再用；及循環使用信封發送內部文件。此外，本集團於二零一六年九月三十日推出電子結單服務推廣行動，鼓勵客戶減少耗紙。

6. 綠色環保辦公措施

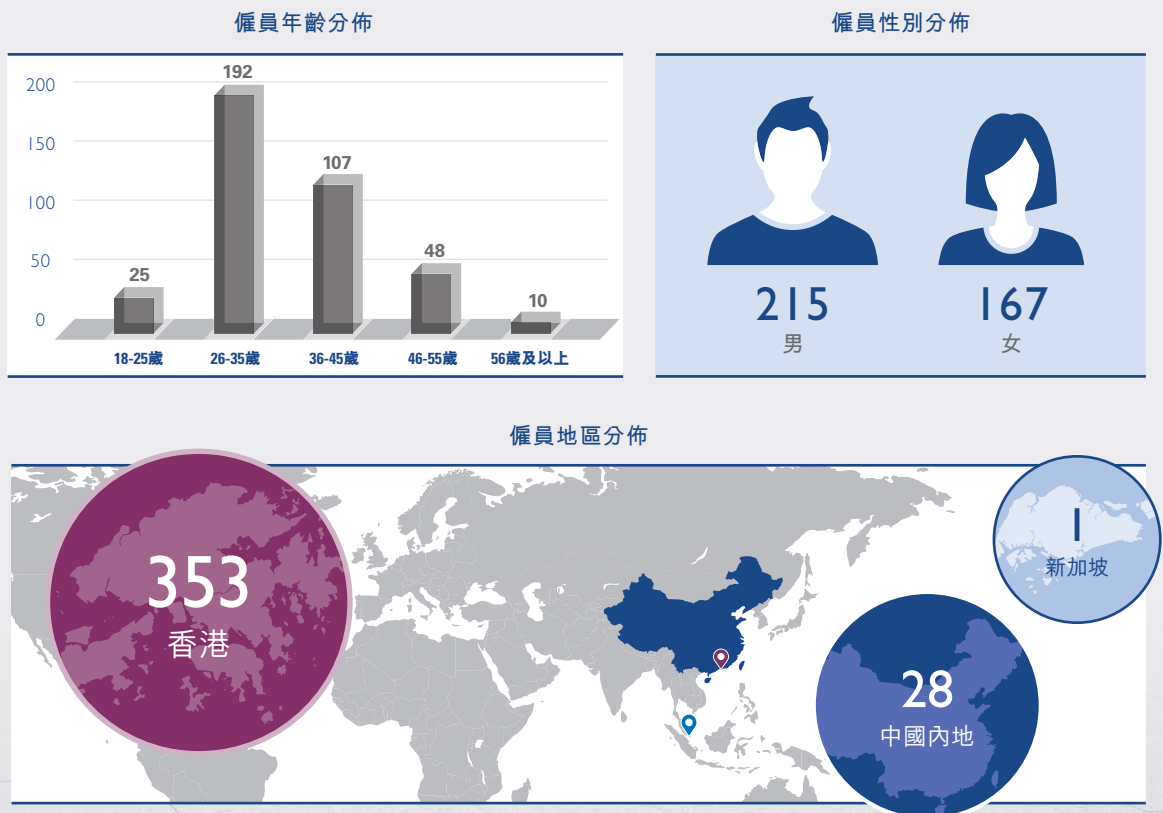
為進一步營造環保的辦公環境，辦公室選用可生物降解塑料及再生材料製成的多功能打印機，將所有用過的墨盒送返供應商循環再用，並在辦公室公共區域設置特定的廢紙回收箱。

B. 社會

1. 僱傭及勞工常規

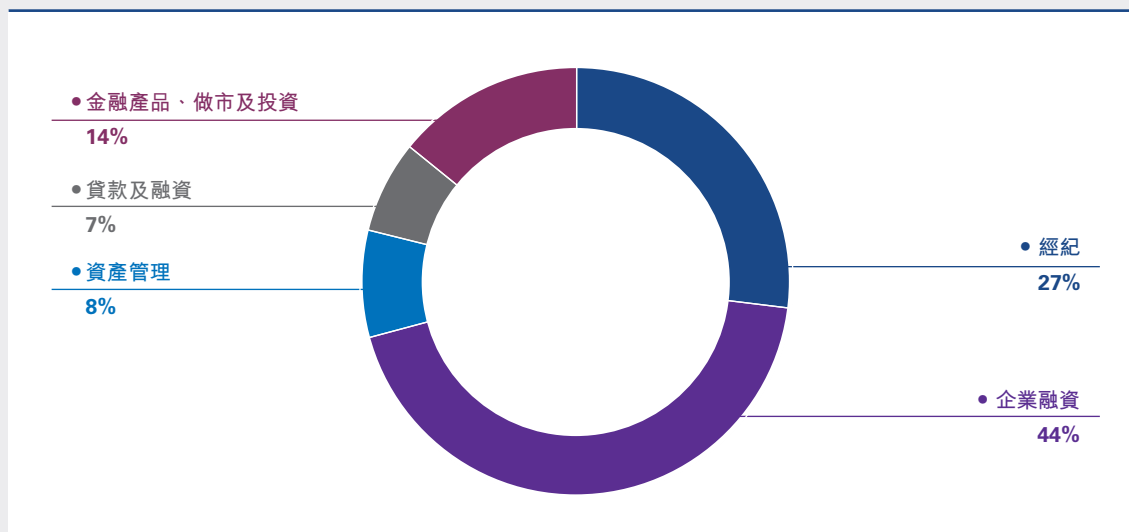
(i) 僱傭

截至二零一六年十二月三十一日，本集團合共有382名僱員（不包括自僱客戶主任），全部為全職員工。



按本集團核心業務劃分的人力資源分佈

核心業務的員工分佈(%)



僱員可享有酌情績效花紅、強制性公積金、團體人壽保險、醫療福利(年度體檢、牙科保健等)、年假、病假以及其他多種有薪假期(婚假、進修及考試假、假期補償、侍產假、產假及喪假)。詳細規定已在員工手冊載明，確保有關僱員職責及權利的資料透明公開。員工手冊中亦載有本集團的重要政策及程序，並會定期檢討及更新。

流失率

二零一六年內，本集團共有42名僱員離職，流失率為12.57%。匯報期間按性別及年齡劃分的年度員工流失率如下：

按年齡劃分的年度員工流失率	18-25歲	26-35歲	36-45歲	46-55歲	56歲及以上
二零一六年	0.26%	8.38%	2.62%	1.05%	0.26%

按性別劃分的年度員工流失率	男	女
二零一六年	5.50%	7.07%

按地區劃分的年度員工流失率	香港	中國內地	新加坡
二零一六年	10.47%	1.83%	0.26%

(ii) 僱員健康與安全

本集團遵循勞工處及職業安全健康局推薦的職業健康與安全指引，並鼓勵僱員定期參加有關的工作坊或培訓課程。人力資源及行政部負責確保辦公場所的職業健康與安全以及開展相關宣傳及監控。

職業健康與安全數據	二零一六年
因工作關係而死亡	0
工傷個案(多於3日)	0
工傷個案(少於3日)	0
因工傷損失工作日數	0

(iii) 發展及培訓

二零一六年內，除必要的新員工入職培訓外，本集團亦為僱員舉辦多項內部培訓，包括廉政公署培訓、員工交易及外間聘用培訓、職能分管制度培訓、投資產品分銷培訓及二零一六年度持續專業培訓課程(CPT)合規培訓。

(iv) 勞工準則

本集團人力資源及行政部嚴格遵守當地法律規定，根據香港《僱傭條例》開展招聘工作。招聘過程中收集的個人資料乃用於輔助甄選合適人選，安排面試及核實個人資料。人力資源及行政部亦會仔細核查身份證明文件，確保本集團沒有使用童工或強制勞工的情況。若出現違規情況，將按照本集團員工手冊的規定結合具體情況進行處理。

環境、社會及管治報告

2. 營運慣例

(i) 供應鏈管理

誠如本集團的採購政策規定，採購管理方針應以「加強管理，降低成本」為指導原則。在盡力降低成本的同時，保證質量對本集團業務亦至關重要。人力資源及行政部與供應商保持良好溝通，並不時進行審查及檢核。在決定採購時，會考慮供應商的過往報價、產品、服務及表現，以選取價格最合理及最優惠的供應商。

(ii) 反貪污

禮物及實物利益

本集團已制定防止賄賂、收受和提供禮物及實物利益的政策及程序。在若干情況下，員工應向合規部申報獲提供的禮物或個人利益。其後合規部將就是否可接受、退回或採取其他處理方式作出建議。有關政策及程序的詳情已載於本集團的合規手冊。

內部投訴處理政策

本集團設有內部投訴處理政策並在員工手冊載列相關程序，僱員可以口頭或書面形式舉報任何不當行為，包括：

- 涉及財務匯報或內部監控的不當行為；
- 刑事罪行；
- 違反任何適用法律或法規；
- 司法不公；
- 危害任何員工健康與安全的行為；及
- 蓄意隱瞞上述任何一項。

任何合理懷疑有須舉報行為的員工，可按照內部投訴處理政策的規定與合規主管聯繫。作出舉報的員工將獲得保障免受任何不公平解僱或不當的紀律處分，即使有關舉報其後並無獲得證實亦然。凡對按照本政策提出關注的舉報人進行報復，將受到紀律處分。

(iii) 產品責任

本集團已制定內部監控及合規程序，確保前線員工遵守所有適用法律及法規。其中，本集團已設立相關程序，確保員工了解產品的性質及風險，並具備足夠知識在所有情況下提供合理適合客戶的意見或建議。

營運相關投訴

匯報期間共收到六宗投訴。該等投訴主要與強迫性清倉及其他營運事宜有關。投訴已交由合規部獨立處理，合規部將負責向有關客戶作出回覆。

客戶資料保護

我們已在網站上發佈《關於個人資料(私隱)條例的客戶通告》，向客戶披露本集團的資料保護及私隱政策。

(iv) 利益衝突管理

本集團作為一家金融服務集團，提供企業融資、資產管理、經紀、貸款及融資、金融產品、做市及投資服務。因此，本集團不可避免地會面臨利益衝突，即兩項或以上利益合法並存但性質上互相競爭或對立的情況。本集團已設立並一直維持適當且充分的「職能分管」政策及程序，確保任何公司或任何客戶的非公開及價格敏感資料不會被其他部門、單位或分部使用，或向其他部門、單位或分部傳遞、披露或轉傳。

國泰君安國際全體執行董事須於國泰君安國際董事會考慮任何業務建議中，申報其直接或間接權益(如有)。

(v) 業務連續性及技術風險管理

本集團已制定應急計劃及災難恢復計劃，以防範各種技術故障、安全漏洞及市場干擾。計劃中詳列有各種系統或網絡故障情況下的指引及應急程序。

(vi) 壓力及敏感度測試

本集團風險管理部針對不同業務開展在正常及受壓情況下的壓力／敏感度測試與情景分析，並定期向管理層匯報供審閱。有關程序及指引詳載於風險框架政策、市場風險政策、外匯風險控制手冊、期貨交易風險控制手冊及股權融資政策內。

(vii) 投資篩選

本集團的環境、社會及管治政策中建議，對投資項目進行環境及社會風險評估篩選，且投資協議的擬定須顧及環境、社會及管治合規性。

環境、社會及管治報告

3. 社區

港島、九龍區百萬行

本集團自二零一五年起一直支持香港公益金舉辦的「港島、九龍區百萬行」活動，於二零一六年一月十日，26名僱員參加該活動。該活動旨在籌集善款資助24間提供家庭及兒童福利服務的社會福利機構。

2015/16年度家庭友善僱主獎勵計劃

本集團榮獲「2015/16年度家庭友善僱主」大獎，並應邀參加於二零一六年十月二十五日舉行由政務司司長林鄭月娥主禮的頒獎會。該獎勵計劃由民政事務局及家庭議會聯合主辦，今屆活動共有超過2,500間企業集團、公司及機構參加。



商界展關懷計劃



於二零一六年五月十日舉行的社聯會議暨「商界展關懷」社區伙伴合作展2016上，本集團獲頒贈2015/16年度「商界展關懷」標誌，以嘉許其在關懷社群、關心員工及愛護環境方面的成就及努力。



ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT



Scope and Reporting Period

This is the first ESG report issued by Guotai Junan International Holdings Limited (hereinafter referred as the “Guotai Junan International”, and together with its subsidiaries referred as the “Group”), highlighting its Environmental, Social, and Governance (the “ESG”) performance, with disclosure reference made to the ESG Reporting Guide as described in Appendix 27 of the Listing Rules and Guidance set out by The Stock Exchange of Hong Kong Limited.

This ESG report covers the Group’s overall performance in two subject areas, namely, Environmental and Social of the business operations in offices in Hong Kong from 1 January 2016 to 31 December 2016, unless otherwise stated. The Group has five core businesses: Brokerage, Corporate Finance, Asset Management, Loans and Financing, and Financial Products, Market Making and Investments.

Stakeholder Engagement and Materiality

In order to identify the most significant aspects for the Group to report on for this ESG report, key stakeholders including investors, shareholders and employees have been involved in regular engagement sessions and meetings to discuss and to review areas of attention which will help the business meets its potential growth and be prepared for future challenges.

Stakeholders’ Feedback

The Group welcomes stakeholders’ feedback on our environmental, social and governance approach and performance. Please give your suggestions or share your views with us via email at enquiry@gtjas.com.hk.

Guotai Junan International’s ESG Policy

Guotai Junan International’s ESG Policy is based upon the following principles:

- To enhance the company value, focus on shareholder returns
- To improve the transparent communication with investor and financial literacy of the investors
- To meet customer needs, protect customer rights
- To facilitate the growth of employees with the business, safeguard the rights and interests of employees
- To support environmental protection, contribute to community investment projects

A. Environmental

The types of emissions the Group was involved in during the reporting period were mainly electricity and paper at an office setting, and petrol used for company cars. The businesses of the Group did not involve in waste gas emission, water consumption, packaging materials or hazardous waste treatment or disposal which are regulated under national laws and regulations. Total floor area coverage for the Group was 53,000 m².

1. Greenhouse Gas Emission

(i) Greenhouse Gas Emissions

Scope of Greenhouse Gas Emissions	Emission Sources	Emission (in tonnes of CO ₂ e)	Total Emission (in percentage)
Scope 1			
Direct Emission	Consumption of Petrol by the Group's Owned Fleet	17.03	2.29%
Scope 2			
Indirect Emission	Purchased Electricity	654.99	87.95%
Scope 3			
Other Indirect Emission	Paper Consumption	72.72	9.76%
Total		744.74	

There was 744.74 tonnes of carbon dioxide equivalent greenhouse gases (mainly carbon dioxide, methane and nitrous oxide) emitted from the Group's operation in the reporting period. The annual emission intensity was 0.014 tCO₂e/m².

2. Electricity

Electricity consumption by the Group was 829,098 kWh, with an energy intensity of 15.64 kWh/m². Energy saving initiatives include purchasing energy efficient office electrical equipment, LED lights, compact fluorescent lamps and T5 energy saving fluorescent tubes, as well as pre-setting photocopiers and computers in power saving mode and encouraging employees from all departments to switch off lights and computers before leaving work.

3. Water

Payment for water usage has been included in the management fee to the landlord, thus consumption data cannot be obtained. Nevertheless, the Group has set the upper limit for cooling capacity for chilling computer server room to make an effort in water conservation.

4. Petrol

A total of 6,287.47 litres of petrol was used for 3 motor vehicles in the reporting period, contributing to 17.03 tonnes of carbon dioxide equivalent. The Group gives priority to the most fuel-efficient vehicles available in the market when purchasing the vehicles.

5. Hazardous Waste and Non-Hazardous Waste

The Group generated no hazardous waste in its operation. Non-hazardous waste from the Group’s operation were mainly office paper. A total of 15.15 tonnes of paper has been used for daily office operations, contributing to 72.72 tonnes of carbon dioxide equivalent. The Group adopts paper saving practices, such as encouraging employees to use duplex printing to minimize paper consumption. Trays are placed next to photocopiers for collecting single-sided paper for reusing and recycling purposes. Envelopes are also reused for internal mails. The Group also encourages customers to cut down paper consumption by a Paperless Statement Campaign effective on 30 September 2016.

6. Green Office Practice

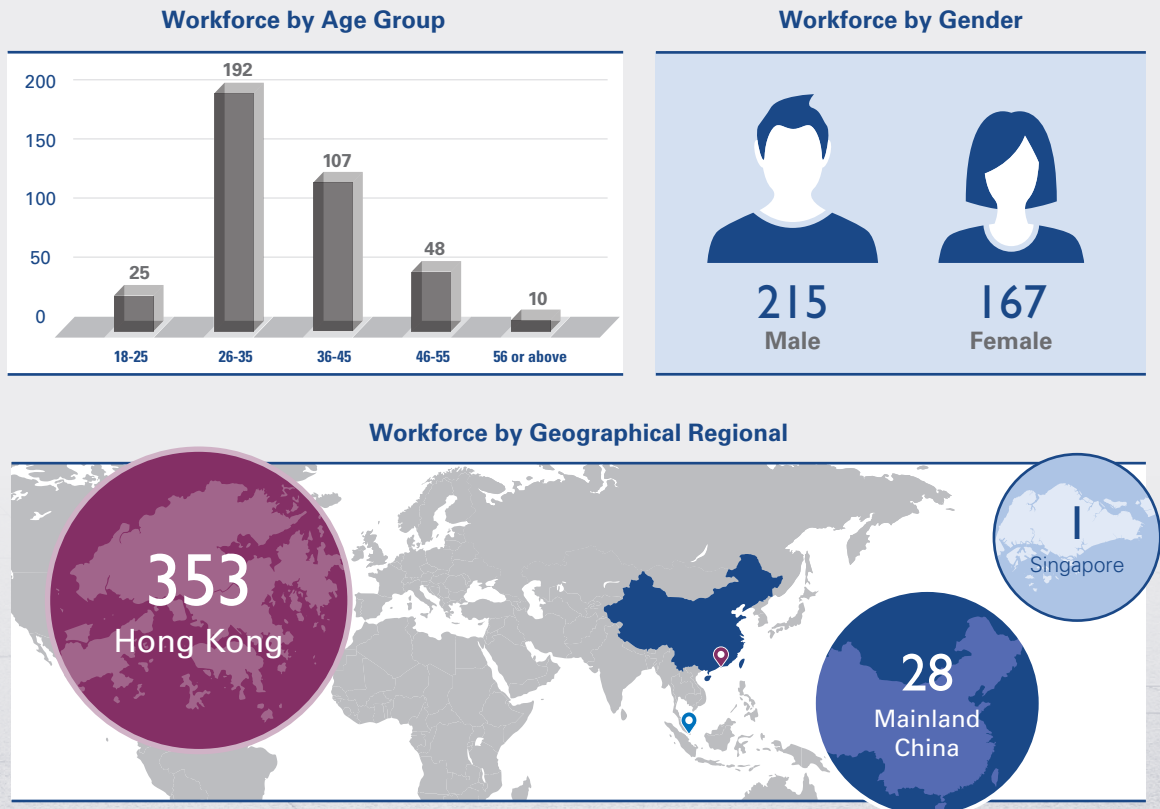
To further promote environmental friendly office environment, multi-functional photocopiers used in the office are made of biodegradable plastic and recycled materials, and all the used cartridges are returned to the supplier for recycling purposes. Recycling bins are provided in the offices’ common area to separately collect waste paper for recycling.

B. Social

1. Employment and Labour Practices

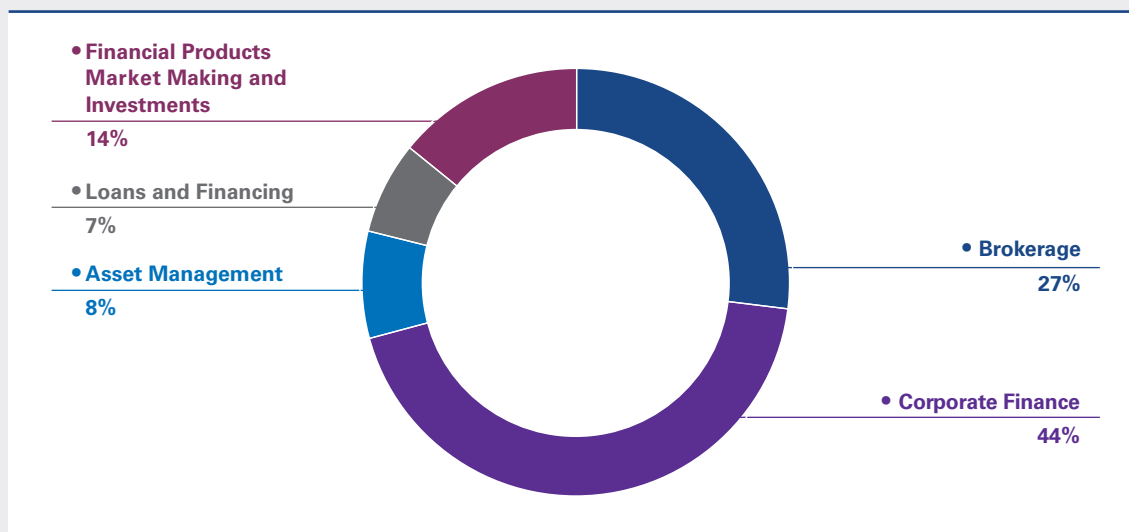
(i) Employment

The Group had a total number of 382 employees (excluding our selfemployed account executives) as of 31 December 2016, in which 100% of them are full time employees.



Human Resources on the Group's Core Businesses

Staff Allocation on Core Businesses (%)



Employees are entitled to discretionary performance bonus, mandatory provident fund, Group life insurance, medical welfare with annual medical examination, dental health care, various types of paid leave (marriage, study and examination, compensation, paternity, maternity and funeral) in addition to annual leave and sick leave. Details are set out in the Staff Handbook, to ensure transparency of information on the employees' responsibilities and rights. The Group's essential policies and procedures are also included in the Staff Handbook which is reviewed and updated regularly.

Turnover

A total number of 42 employees left the Group in 2016, contributing to turnover rate of 12.57%. The annual turnover rates (categorized by gender and age groups) in the reporting period are as follows:

Annual Turnover Rate by Age Group	18-25	26-35	36-45	46-55	56 and above
2016	0.26%	8.38%	2.62%	1.05%	0.26%

Annual Turnover Rate by Gender	Male	Female
2016	5.50%	7.07%

Annual Turnover Rate by Geographical Region	Hong Kong	Mainland China	Singapore
2016	10.47%	1.83%	0.26%

(ii) Employee Health and Safety

The Group follows the occupational health and safety guidelines recommended by Labour Department and Occupational Safety and Health Council, and regularly encourages employees to attend relating workshops or training courses. Human Resources and Administration Department also takes responsibilities for offices' occupational health and safety and relevant promotions and monitoring.

Occupational Health and Safety Data	2016
Work related fatality	0
Work injury cases >3 days	0
Work injury cases <3 days	0
Lost days due to work injury	0

(iii) Development and Training

In addition to compulsory New Staff Training, internal trainings conducted for employees in 2016 include ICAC Training, Staff Dealing & Outside Appointment Training, Chinese Wall Training, Distribution of Investment Products Training and 2016 Annual CPT Compliance Training.

(iv) Labour Standard

The Human Resources and Administration Department of the Group strictly complies with local laws and conducts recruitment based on the Hong Kong Employment Ordinance. Personal data collected during the process will be used to assist in the selection of suitable candidates and to conduct interviews and verification of personal data. The Human Resources and Administration Department also ensures identity documents are carefully checked, thus there is no child nor forced labour in the Group's operation. If violation is involved, it will be dealt with in the light of the circumstances as clearly stated in the Group's Staff Handbook.

2. Operating Practices

(i) Supply Chain Management

As stated in the Group's Procurement Policy, the procurement management approach should follow the principle of "Strengthening Management, Reducing Cost". In addition to cost reduction, quality assurance is also very vital to the businesses of the Group. The Human Resources and Administration Department maintains good communication with suppliers and conducts review and inspection from time to time. Reference to the suppliers previously provided quotation, products, services and performance shall be made while determining future purchase, to secure the most reasonable and best price among suppliers.

(ii) Anti-corruption

Gift, Benefits in Kind

The Group has policy and procedures on prevention of bribery, accepting advantages and offering advantages on gifts and benefits in kind. Under certain circumstances, reporting should be made to the Compliance Department on gifts or personal benefits being offered. The Compliance Department will then advise whether the offer may be accepted or shall be returned to the donor or disposed of in some other way. Details of the policy and procedures have been set out in the Compliance Manual of the Group.

Internal Complaint Handling Policy

The Group has Internal Complaint Handling Policy and procedures set out in the Staff Handbook which allow employees report verbally or in writing of any misconduct and malpractice confidentially, including the following:

- improprieties in financial reporting or internal control;
- a criminal offence;
- a failure to comply with any applicable law or regulation;
- a miscarriage of justice;
- an action which endangers the health and safety of any staff; and
- the deliberate concealment of information concerning any of the matters listed above.

Any employee who reasonably suspects that a reportable action has been committed can contact the Head of Compliance as stated in the Internal Complaint Handling Policy. Such employee is assured of protection against unfair dismissal or unwarranted disciplinary action, even if the concerns turn out to be unsubstantiated. Whoever retaliate against those who have raised concerns under the Policy will be subject to disciplinary actions.

(iii) Product Responsibility

The Group has set out internal controls and compliance procedures to ensure that frontline employees comply with all applicable laws and regulations. Among others, the Group has procedures to ensure the employees understand the nature and risks of the products and have sufficient knowledge to provide advice or recommendation which is reasonably suitable for clients in all circumstances.

Operation Related Complaints

A total of six complaints was received during the reporting period. The complaints were generally related to forced liquidations and other operational matters. The complaints have been handled independently by the Compliance Department which is responsible for making replies to the relevant clients accordingly.

Customer Data Protection

Notice to Customers under Personal Data (Privacy) Ordinance has been disclosed on the website to let customers be aware of the Group's data protection and privacy policies.

(iv) Managing Conflicts of Interest

The Group, as a financial services group, provides services with respect to corporate finance, asset management, brokerage, loans and financing, financial products, market making and investments. As such the Group will inevitably face conflicts of interest where two or more interests exist legitimately but compete or are opposed to one another. The Group has established and maintained at all times proper and adequate "Chinese Walls" policy and procedure in order to ensure non-public and price-sensitive information on any company or any of the clients are not used by, or communicated, disclosed or transferred to any other departments, units or parts.

All executive directors of Guotai Junan International are required to declare their direct or indirect interests, if any, in any business proposals to be considered by the board of Guotai Junan International.

(v) Managing Business Continuity and Technology Risks

The Group has a Contingency Plan and Disaster Recovery Plan in place to prevent technology errors, security breaches and market disruptions. The Plan details the guidelines and contingency procedures in case of any system or network failure.

(vi) Stress and Sensitivities Testing

Risk Management Department of the Group performs various stress/sensitivity testing and scenario analysis under both normal and stress scenarios covering different businesses, and regularly report to management for review. The procedures and guidelines are carefully described in the Risk Framework Policy, Market Risk Policy, FX Risk Control Manual, Future Trading Risk Control Manual and Equity Financing Policy.

(vii) Investment Screening

As stated in the Group's ESG Policy, investment projects are recommended to go through assessment and screening in terms of their environmental and social risks, and investment agreement should be written with the consideration of ESG compliance.

3. Community

Hong Kong and Kowloon Walk for Millions

26 employees participated the Hong Kong & Kowloon Walk for Millions organized by The Community Chest on 10 January 2016, in which the Group has been supporting since 2015. The Walk aims to raise funds for 24 social welfare agencies in providing family and child welfare services in the society.

2015/16 Family-Friendly Employers Award Scheme

The Group has been awarded as one of the 2015/16 Family-Friendly Employers Awardees and was invited to attend the Award Presentative Ceremony, officiated by Chief Secretary Carrie Lam, on 25 October 2016. The Award Scheme was organized by the Family Council with support from the Home Affairs Bureau with over 2,500 corporations, enterprises and organizations participated.



Caring Company Scheme



The Group has been recognized its achievement and efforts in community, employees, environment as being a caring company 2015/16 and attended The Hong Kong Council of Social Service Convention cum Caring Company Partnership Expo 2016 on 10 May 2016.



Guotai Junan International Holdings Limited
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