

中鼎工程股份有限公司  
CTCI Corporation  
反托拉斯及公平競爭政策  
Antitrust and Fair Competition Policy

立意要旨 Main Purpose

中鼎工程股份有限公司及其子公司（以下稱“集團”）秉持守法正派經營理念，貫徹專業及誠信，並發揮團隊及創新，為確保公平交易、公平競爭、防止不正當競爭、壟斷、不當聯合行為、不當市場分配及聯合價格操控等，不論參與工程標案，或對外之發包、採購案，謹依公平、公開之招標程序，爭取業務目標，提升發包、採購效率與品質，爰制定本政策。

CTCI Corporation and its subsidiaries (referred to as “the Group” hereinafter) have adhered to the law-abiding and honest business philosophy, the substantiation of professionalism and integrity, and the realization of teamwork and innovation to have the “Antitrust and Fair Competition Policy” (referred to as “the Policy” hereinafter) stipulated. Also, for ensuring fair trade, fair competition, prevention of unfair competition, e.g., monopoly, bid rigging, market allocation scheme, price fixing, etc., without respect to the participation in project tenders or external subcontracting and procurements is handled in accordance with a fair and open tender process to achieve business objectives and improve efficiency, and quality of subcontracting, procurement.

規範對象 Scope of Entity

本政策規範集團所有員工於辦理集團業務時，均應遵守本政策、政府採購法及公平交易法等相關法令規定，若因適用法律之規範而有所差異時，以當地適用法律為準。若發現有違反情事者，須依本政策內控程序處理。並期許及鼓勵集團承攬商及供應商共同遵守本政策。

According to the “Antitrust and Fair Competition Policy,” all employees of the Group shall comply with this Policy, the Government Procurement Act, the Fair Trade Act, and other relevant laws and regulations while handling the Group’s businesses. Local applicable laws shall govern in this regard, when there exists different from local applicable laws or regulations. Any violation found is to be handled in accordance with the internal control procedures of the Policy. The subcontractor and suppliers of the Group are expected and encouraged to comply with the Policy.

營業活動 Business activity

本政策就集團之主要營業活動，規範如下：

The main business activities of the Group are regulated in accordance with the Policy as follows:

一、參與工程標案 I. Participating in the project tenders

1. 為提升競爭力，於採共同投標方式參與投標案時，共同投標有同業間之共同、異業間之共同。異業間之共同投標，可以促進競爭，故不予限制；同業間之共同投標，有聯合行為之虞，與同業之共同投標應符合公平交易法第十四條但書各款之規定。To enhance competitiveness, when attending a tender by joint-bidding, a joint bidding includes homogeneous industry joint-bidding and heterogeneous industry joint-bidding. A heterogeneous industry joint-bidding helps promote competition; therefore, it is without any restriction. A homogeneous industry joint-bidding is with the risk of a concerted action; therefore, a homogeneous industry joint-bidding must be in compliance with the proviso in Article XIV of the Fair Trade Act.
2. 不受他人以強暴、脅迫強制方式，或使得標廠商放棄得標、得標後轉包或分包，而施強暴、脅迫、藥劑或催眠術者，違反經營策略不為投標或為違反本意之投標。Refuse to give up submitting a bid or to submit a bid contrary to the intention in violation of the business strategy because of being coerced, forced, or compelled by others with drug dosage or hypnosis, or, being forced to forego the awarded bid, or to have the awarded bid assigned or subcontracted to others afterwards.
3. 不以詐術或其他非法之方法，使其他廠商無法投標或開標發生不正確結果者。Not to prevent the competitors from attending the tender or cause inaccurate tender awarding by practicing swindle or other illegal means.
4. 不影響決標價格或獲取不當利益，而以契約、協議或其他方式之合意，使其他廠商不為投標或不為價格之競爭者。Prevent the competitors from attending the tender or participating in price competition with a consensus of contract, agreement, or other means without affecting the bidding price or acquiring illegal gains.

## 二、對外之發包、採購案 II. Subcontracting and procurement

1. 基於公平合理為原則，不得對廠商有不合理之差別待遇。Based on the principle of fairness and reasonableness, the competitors should not be treated differently and unreasonably.

2. 「設計、採購、建造及專案曾參與相關專案採購之人員，離職後三年內不得為本人或代理廠商向集團接洽處理其離職前曾參與專案之採購有關之事項。」  
Personnel who have taken part in project procurement, whether for Engineering, Procurement and Construction Operations or project executions, may not contact the Group within three years after resignation for any business affairs related to their former duties on behalf of themselves or the commissioning contractors.
3. 設計、採購、建造及專案參與相關專案承辦採購之人員對於與採購有關之事項，涉及本人、配偶、三親等以內血親或姻親，或同財共居親屬之利益時，應行迴避。  
The personnel who have taken part in project procurement, whether for Engineering, Procurement and Construction Operations or project executions, shall withdraw themselves from a procurement and all related matters thereof if they or their spouses, relatives by blood or by marriage within three degrees, or other relatives who live with and share the property with them have interests involved therein.
4. 為防止廠商藉先行了解底價及其他競爭者之資料，而造成不公平之現象，對底價、廠商名稱、家數等，實有保密之必要。辦理招標，不得於開標前洩漏底價，領標、投標廠商之名稱與家數及其他足以造成限制競爭或不公平競爭之相關資料。底價於開標後至決標前，仍應保密，決標後除有特殊情形外，應予公開。For preventing any unfair practice arising from the contractor's trying to understand the floor price and the information of competitors, it is necessary to keep the floor price, name of the contractors, and number of bidders in confidence. The floor price of a tender, name of the tender document receivers and bidders, number of bidders, and other information that may lead to restricted competition or unfair competition should not be disclosed prior to the bid opening. The floor price must be kept in confidence after the bid opening until the bid awarding. The result of bidding should be made public except for under special circumstances.

### 三、內控程序 III. Internal control procedures

#### 1. 通知及舉報 Notification and reporting

若發現有違反、疑似違反或可能違反本政策或相關法令者，應即時向法務室主管通報及提供事證，以俾正當處理。

If there is a violation, suspected violation, or potential violation of this Policy or related laws and regulations identified, the Head of the Legal Department should be immediately informed with the evidences provided for a legitimate process.

## 2. 違反及可能違反法律之處理程序 Procedures for violation and potential violation of law

- a. 如經通報公司有潛在違反、疑似違反或可能違反本政策或相關法令者，法務室主管應審理該通報並採取必要之防範措施，以避免觸犯法令。For any notification of a violation, suspected violation, or potential violation of this Policy or related laws and regulations committed by the Company, the Head of the Legal Department should have the notification reviewed with necessary preventive actions taken to avoid violating the law and regulations.
- b. 如集團有實際觸犯反托拉斯及公平競爭相關法令之情事，法務室主管應首先向總管理處最高主管報告；如有需要，則應向外部律師尋求專業法律諮詢。If the Group has actually violated antitrust and fair competition laws and regulations, the Head of Legal Department shall first report it to the person in charge of the Executive Management Office; if necessary, the external legal counsel should be contacted for professional legal advices.
- c. 集團員工如發現、或有理由相信集團之包商、供應商或經銷商觸犯或疑觸犯反托拉斯及公平競爭相關法令，應立即向法務室主管彙報。If the employees of the Group have found or have reasons to believe that the contractors, suppliers, or distributors of the Group violated or might have violated the antitrust and fair competition laws and regulations, it must be reported immediately to the Head of Legal Department.
- d. 如集團之供應商或經銷商觸犯或疑似觸犯反托拉斯相關法令，集團應配合相關政府部門並協助其調查。If the suppliers or distributors of the Group violated or might have violated the antitrust laws and regulations, the Group shall cooperate with the relevant government agency and assist the investigations.
- e. 本公司如發現違反本政策之相關人員，將進行全面性徹查該員所有工作往來紀錄，並立即停止該員與工作上的接觸，若涉及刑事犯罪，公司將不枉不縱，依法處理。Upon detecting any violation against the Policy, the perpetrator shall be thoroughly investigated with all of his/her business relations reviewed and job duties immediately suspended. In case any criminal offenses involved, the company shall act according to the law when dealing with the illegal activities justly without any connivance.
- f. 如遇上述違反狀況發生，且查證屬實，將於CSR報告書中進行公開揭露。The violations occurred and evidenced as referred to above will be disclosed openly in the CSR report.

## 3. 教育及訓練 Education and training

法務室將負責安排集團之內部反托拉斯法教育課程及訓練，針對全體員工進行年度公平交易訓練，同時對專案、業務及採購人員除了不定期進行公平交易訓練外，亦將不定期進行加強訓練與案例分析。反托拉斯訓練教材將上傳至集團內部網站供全體員工閱讀。此外，反托拉斯講義將附於集團新人訓練之文件內。

Legal Department will be responsible for arranging the Group's internal antitrust law education courses and training programs. Fair trade training programs will be conducted to all staff annually, while to project members, sales representative and procurement personnel, apart from fair trade trainings held on irregular basis, we will specifically strengthen their consciousness in such aspect through additional trainings and case studies. Antitrust training materials will be uploaded to the Group's internal website for staff to read. In addition, antitrust lecture material will be included in the Group's new recruit training file.