



環球戰略集團有限公司

# GLOBAL STRATEGIC GROUP LIMITED 環球戰略集團有限公司

*(Incorporated in the Cayman Islands with limited liability)*

*(於開曼群島註冊成立之有限公司)*

**(Stock Code 股份代號: 8007)**

## 2016

ENVIRONMENTAL,  
SOCIAL AND  
GOVERNANCE REPORT  
環境、社會及  
管治報告

## 環境、社會及管治報告

## Environmental, Social and Governance Report

Pursuant to the requirements under Appendix 20 “Environmental, Social and Governance Reporting Guide” (the “ESG Reporting Guide”) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the HKEx, this report determined and disclosed the environmental, social and governance (“ESG”) issues of Global Strategic Group Limited (the “Group” or “we”) for the period commenced from 1 January 2016 and ended on 31 December 2016 (“FY 2016”, “this financial year” or the “Reporting Period”).

All of the business departments of the Group participated in the preparation of this report, where we reviewed the operation of the Group, identified the impact of the Group on ESG issues and assessed its materiality to the stakeholders. Based on the materiality assessment of the Group, this report primarily covered the supply of natural gas business, which is the principal activity of the Group, as well as the following key areas:

根據香港交易所創業版上市規則附錄二十《環境、社會及管治報告指引》（「ESG指引」）之要求，本報告確定並披露與環球戰略集團有限公司（「集團」、「本集團」或「我們」）於二零一六年一月一日至十二月三十一日期間（「2016年財政年度」、「本財政年度」或「報告期間」）有關的環境、社會及管治（「ESG」）事宜。

於編製本報告時，本集團各業務部門均有參與，我們檢視集團的運作，識別了集團對ESG之影響及評估其對各持分者之重要性。根據本集團進行之重要性評估，本報告主要涵蓋集團之天然氣供應主營業務，以及下列關鍵範疇：

### ESG Guide –

#### Environmental and Social Aspects

#### ESG指引－環境及社會層面

#### Key Areas

#### 關鍵範疇

### A. Environmental

#### A. 環境

A1. Emissions

A1. 排放物

- Waste treatment

- 廢棄物處理

- Sewage treatment

- 污水處理

- Prevention of leakage of natural gas

- 防止天然氣洩漏

A2. Use of Resources

A2. 資源使用

- Energy consumption

- 能源消耗

- Water consumption

- 水源消耗

A3. The Environment and Natural Resources

A3. 環境及天然資源

- Environmental management

- 環境管理

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### ESG Guide –

#### Environmental and Social Aspects

#### ESG指引－環境及社會層面

#### Key Areas

#### 關鍵範疇

### B. Social

#### B. 社會

B1. Employment

B1. 僱傭

- Remuneration and benefit

- 薪酬及福利

B2. Health and Safety

B2. 健康與安全

- Occupational health and safety

- 職業健康與安全

B3. Development and Training

B3. 發展及培訓

- Staff development and training

- 員工發展及培訓

B4. Labour Standards

B4. 勞工準則

- Prevention of child or forced labour

- 防止童工或強制勞工

B5. Supply Chain Management

B5. 供應鏈管理

- Supply chain environment and social risk management

- 供應鏈環境及社會風險管理

B6. Product Responsibility

B6. 產品責任

- Service quality

- 服務質量

B7. Anti-corruption

B7. 反貪污

- Anti-corruption

- 防止貪腐

B8. Community Investment

B8. 社區投資

- Community engagement

- 社區參與

Note: During the Reporting Period, the Group has no significant waste gas emission and did not use packaging materials when providing services. Hence, the relevant disclosure requirements (KPI A1.1 and A2.5) under the ESG Guide do not applied to the Group.

註：本集團於報告期間沒有顯著的廢氣排放，亦沒有在提供服務時使用包裝物料，因此ESG指引中相關之披露要求（關鍵績效指標A1.1及A2.5）並不適用於本集團。

More disclosure on corporate governance is available in the “Corporate Governance Report” of the Group.

有關更多企業管治之披露，請參閱本集團之《企業管治報告》。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### A. ENVIRONMENTAL

#### A1 Emissions

The Group is always dedicated to keeping its policies and plans in line with the principles of environmental protection and sustainability. It also strives to give the same priority to business operation and environmental conservation. As it actively supports and promotes green initiatives to staff and customers while putting in efforts to achieve a green and low carbon operation, it cultivates a green culture within the Group. Meanwhile, the Group has also formulated the following policies and measures of environmental protection management with an aim to reduce the environmental impact:

- **Prevention of air pollution:** The Group strives to reduce leakage of natural gas and steps up inspection and repair efforts so as to prevent natural gas leakages due to damaged pipelines. It also minimises the risk of natural gas leakage by using materials of better quality for pipeline construction, engaging Grade 1 contractors to carry out construction work, making sure the quality of pipelines meets or exceeds the standards, performing inspection on all pipelines and obtaining the pressurised pipes certificate from the special inspection authority. In addition, an emergency shutdown (ESD) system is installed in pipelines for natural gas transmission. Hence, in case of any secondary disasters caused by explosion or burning of natural gas, the Group can isolate the pipeline to reduce air pollution. The Group also provides staff trainings to raise awareness and ability to prevent major accidents. During the Reporting Period, there was no accidental leak of natural gas from the Group.

### A. 環境

#### A1 排放物

本集團一直致力推行符合環保及可持續發展原則的政策和計劃，始終秉承生產經營與環境保持並重的宗旨。同時本集團積極支持並向員工及客戶宣揚環保意識，努力打造綠色低碳生活，讓環保理念植根於整個集團。集團亦在環境保護管理方面制定了以下政策及措施，務求減低對環境的影響：

- **大氣污染防治措施：**致力減少天然氣洩漏，並加強管道巡邏及維修，以防因管道破壞而令天然氣外洩。於管道施工時選用質量等級較高的材料，及選擇一級承包商作施工單位，確保管道質量能達到或高於標準，並對全線管道進行試驗，取得特檢部門壓力管道合格證書，將天然氣洩漏風險降至最低。此外，傳輸天然氣之管道內已設緊急停車裝置系統(ESD)，如有任何因天然氣爆炸、燃燒而產生的次生災害，可將管道隔離，減少空氣污染。集團亦對員工進行有關培訓，加強防範意識，提高防止重大事故的能力。集團於報告期間並無任何天然氣洩漏事故。



## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### A. ENVIRONMENTAL (Continued)

#### A1 Emissions (Continued)

- Prevention and treatment of water pollution: The Group strictly follows the “Integrated Wastewater Discharge Standard” issued by the State Environmental Protection Administration for the treatment of water pollutants discharged. The Group has sewage treatment facilities in place to process sewage effluent until it meets the required standard before discharging. Ground embedded sewage treatment devices include coarse grids, primary sedimentation tank, contact oxidation tank, secondary sedimentation tank, disinfection tank, sludge tank, sewage tank, fans and fan room, water pumps in sewage tanks, other necessary pumps, electrical control cabinet and auxiliary wirings and controls, level sensor, testing device, valves and pipelines. The Chemical Oxygen Demand (COD), Biological Oxygen Demand (BOD5), suspended solids (SS) and ammonium (NH4) level of sewage after treatment meet the grade I emission standard of the “Integrated Wastewater Discharge Standard” (GB8978-1996).
- Treatment of hazardous waste: In the course of operation and production, the Group may produce a small amount of hazardous waste, such as ferric oxide and construction waste. The Group has established clear procedures for the disposal and management of construction waste and has separators in place to monitor the residue generated from the production process. The residue will first undergo treatment before discharging to the sewage pool and qualified companies will conduct centralised treatment when a certain amount of residues is collected. As the facility is relatively new, the Group did not generate significant hazardous waste in FY 2016.

### A. 環境（續）

#### A1 排放物（續）

- 水污染防治：明確按國家環保總局規定的《污水綜合排放標準》處理水污染物排放。本集團設有污水處理裝置，將生活污水處理達標後排出。地埋式污水處理裝置包括：粗格柵、初沉池、接觸氧化池、二沉池、消毒池、污泥池、污水池、風機及風機房、污水池內水泵、其它需要的泵、電氣控制櫃及配套電力線和控制線、液位計、檢測儀、相關閥門及管線等。經處理後的污水中的化學需氧量(COD)、生物化學需氧量(BOD5)、懸浮固體(SS)、氨氮(NH4)等均達到《污水綜合排放標準》(GB8978-1996)一級排放標準。
- 有害廢物處理：在營運生產過程中，集團或會產生少量有害廢棄物如氧化鐵及工程廢物。本集團已明確規定工程廢物的處置管理，並配備分離器以檢測生產過程中排放的廢渣，處理後進入排污池，待達到一定量時交由有資質的處理單位統一處理。由於工廠的設備較新，本集團於2016年財政年度沒有產生顯著的有害廢棄物。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### A. ENVIRONMENTAL (Continued)

#### A1 Emissions (Continued)

- Treatment of non-hazardous waste: Non-hazardous waste produced from operation mainly comprises waste from household and office activities, which include paper, plastics, glass and food waste. In FY 2016, a total of 3.5 tonnes of non-hazardous waste was generated. All non-hazardous waste is required to be handed over for the centralised management by service providers recognised by the government.
- Emission of greenhouse gases: Emission of greenhouse gases by the Group mainly comes from energy consumption for natural gas transmission, which totalled approximately 193 tonnes of carbon dioxide equivalents. Details of the policy, performance and emission reduction measures are available in A2 Use of Resources.

All departments of the Group are required to strictly follow the internal environmental management system to ensure its compliance with laws and regulations. During the Reporting Period, the Group has not identified any non-compliance with environmental laws and regulations.

Note: Carbon emission is calculated based on the "Greenhouse Gas Protocol" published by the World Business Council for Sustainable Development and the World Resources Institute, the "Environmental Key Performance Indicators Reporting Guide" of HKEx and "Baseline Emission Factors for Regional Power Grids of China" published by the Department of Climate Change under the National Development and Reform Commission.

### A. 環境（續）

#### A1 排放物（續）

- 無害廢棄物處置：集團營運所產生的無害廢棄物主要為日常生活或辦公室運作所產生的廢物，包括紙類、塑料、玻璃、廚餘等。2016年財政年度所產生的無害廢棄物總量共3.5噸，所有無害廢棄物規定交由政府認可的服務商來統一處理。
- 溫室氣體排放：本集團之主要溫室氣體排放來自輸送天然氣之能源使用，共計約193噸二氧化碳當量。有關之政策、績效及減排措施，請參閱A2資源使用。

本集團所有部門需嚴格遵守內部有關環保的管理制度，確保其符合法律法規。本集團於報告期間並無發現違反與環境有關之法律及規例之個案。

註：碳排放之計算參照世界企業永續發展協會(WBCSD)與世界資源研究院(WRI)出版之《溫室氣體盤查議定書》、香港交易所《環境關鍵績效指標匯報指引》及中國國家發展和改革委員會應對氣候變化司公佈之中國區域電網基準線排放因子。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### A. ENVIRONMENTAL (Continued)

#### A2 Use of Resources

The Group established clear regulations on resources consumption in business operation to ensure effective use of resources. It also adopts various measures to cut power consumption, including promotion of energy saving as well as recycle and reuse of resources in its daily operation and working environment, so as to reduce the negative environmental impact. The management of the Group also performs regular checks on the department report and use of resources, and carries out rectify measures when issues arise. The Group has implemented the following policy for the effective use of resources:

- Enhancement of energy management and promotion of the use of new energy-saving technology, energy saving products and equipment.
- Optimisation of the operation based on upstream and downstream demand to determine the reasonable supply and transmission models.
- Giving full consideration to the needs of energy saving in construction design, so as to keep the energy consumption per floor area in line with the prevailing national and industrial standards.
- Promotion of energy saving design and energy saving awareness.
- Installation of air-conditioners with variable frequency energy saving features in machine rooms and offices in natural gas stations ("stations") and adoption of energy saving lightings. Meanwhile, the Group also enhanced management to save energy by ensuring lights were out when no one was in the office.

### A. 環境（續）

#### A2 資源使用

集團對業務中使用的資源進行了明確的規範，確保資源有效使用，並採取各項措施節約能源消耗量，包括在日常營運及工作環境中宣揚環保節約及提倡資源循環再用，減輕對環境的負面影響。集團管理層亦會定期檢查各部門匯報與資源使用有關的狀況，如發現問題會及時作出整改。以下是有關集團對有效使用資源訂立的政策：

- 加強能源管理，鼓勵採用節能新技術、節能產品和設備。
- 根據上、下游的需求，優化運行參數，確定合理的輸、配方式。
- 在建築設計中充分考慮節能的需要，使單位面積能耗指數達到現行國家和行業標準水平。
- 全面樹立節能的設計思想及節能意識。
- 天然氣場站（「場站」）內機房及辦公室空調採用變頻節能空調，燈具選用節能燈具，並加強管理，做到人走燈滅，達到節約用電目的。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

## A. ENVIRONMENTAL (Continued)

## A2 Use of Resources (Continued)

## Use of Energy

Our total energy consumption during the Reporting Period is as follows:

Type of Energy	Consumption
Natural gas	30,940 cubic metres
Main electricity	121,616kWh
Gasoline	16,499 litres
Diesel	2,450 litres

The Group adopted the following energy saving plan to reduce power consumption during the Reporting Period:

- Use of energy saving equipment, such as valves with good sealing ability, filters and pressure adjustment devices.
- Use of energy saving transformers as well as capacitors, electric wires and cables that reduce transmission loss.
- Adoption of high efficiency and energy saving lightings and lamps and centralised control of outdoor lightings.
- Installation of timers on all streetlights outside the station and wastage reduction by adjusting the operating hours according to the time of sunset and sunrise in different seasons.
- Putting up signs to encourage energy saving in all rooms at the offices to raise green awareness of the employees.

## A. 環境（續）

## A2 資源使用（續）

## 能源使用

我們於報告期間內之能源總耗量如下：

能源種類	耗量
天然氣	30,940立方米
市電	121,616千瓦時
汽油	16,499升
柴油	2,450升

集團於報告期間內實行了以下節能計劃以減少耗電量：

- 採用節能設施，如密封性能好的閥門、過濾器及調壓設備。
- 選用節能型變壓器及能降低損耗率的電容器、電線路導線和電纜。
- 選擇高效、節能型的光源和燈具，備光電集中控制能力的戶外照明燈。
- 工廠站室外的所有路燈加裝時間繼電器，並根據不同季節的日出日落時段調整定時開關時間，以減少浪費。
- 在辦公室所有房間內張貼節約電源的提示，提高員工環保意識。



## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### A. ENVIRONMENTAL (Continued)

#### A2 Use of Resources (Continued)

##### Water Consumption

Total water consumption of the Group amounted to 1,618 cubic meters in this financial year, mainly comprised of household usage. The Group implemented the following plans in order to cut water consumption during the Reporting Period:

- Recycle and reuse of water after storage or simple treatment for watering flowers and trees at the stations.
- Energy saving education to relevant departments on a regular basis and enhancement of staff awareness towards water conservation with appropriate supervision.
- Regular pipeline inspection to prevent leakage.
- Posting of water saving notices in public toilets to educate employees on water conservation and raise their awareness.

#### A3 The Environment and Natural Resources

The Group attaches great importance to the impact on the environment and natural resources as a result of its business activities. Apart from complying with the national environmental regulations and international standards, the Group also incorporates green awareness in its daily management to achieve sustainable development of the environment.

For the purpose of reducing the environmental impact of the operation of the Group, prior to the construction of new natural projects, we will analyse and study the relevant information, assess the emission of the project and analyse the environmental impact and corresponding solutions. We will base on the following areas of assessment and standards to prepare an environmental impact assessment report for every construction project:

### A. 環境（續）

#### A2 資源使用（續）

##### 耗水量

集團於本財政年度的總耗水量為1,618立方米，主要為員工生活用水。集團於報告期間內實行了以下計劃以減少耗水量：

- 充分利用回收的水資源，加以引導、儲存或簡單處理後，用以澆灌場站花卉、樹木。
- 定期對集團相關部門進行節約能源教育，提高員工節水意識，並作出監督。
- 定期檢查水管，以防洩漏。
- 在公共洗手間張貼節約用水的提示，向員工開展節水宣傳教育，提高員工節水意識。

#### A3 環境及天然資源

本集團一直十分重視營運對環境及天然資源的影響，除了遵守國家相關環境規定及國際準則外，集團亦將環境保護意識納入日常管理中，以達到環境可持續發展的目標。

為減少集團營運對環境的影響，在天然氣新建項目前，我們會對有關資料進行分析研究，評估項目的排放情況及分析對環境造成的影響及其改善方案，為每個施工項目編製環境影響評價報告，評估範疇及標準如下：

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### A. ENVIRONMENTAL (Continued)

### A. 環境（續）

#### A3 The Environment and Natural Resources (Continued)

#### A3 環境及天然資源（續）

##### Areas of Assessment

##### 評估範疇

Laws and regulations

法律及規例

##### Standards of Assessment (including but not limited to)

##### 評估標準（包括但並不限於）

- The following regulations are adopted as the assessment standards: "Environmental Protection Law of the People's Republic of China", "Water Pollution Prevention and Control Law of the People's Republic of China", "Air Pollution Prevention and Control Law of the People's Republic of China", "Noise Pollution Prevention and Control Law of the People's Republic of China", "Solid Waste Environmental Pollution Prevention and Control Law of the People's Republic of China", "Evaluation of Environmental Impact Law of the People's Republic of China", "Regulations on Environmental Protection and Management of Construction Projects", "Promotion of Clean Production Law of the People's Republic of China" and "Technical Guideline for Environmental Impact Assessment"
- 按以下法規作評估標準：《中華人民共和國環境保護法》、《中華人民共和國水污染防治法》、《中華人民共和國大氣污染防治法》、《中華人民共和國噪聲污染防治法》、《中華人民共和國固體廢物污染環境防治法》、《中華人民共和國環境影響評價法》、《建設項目環境保護管理條例》、《中華人民共和國清潔生產促進法》、《環境影響評價技術導則》等

Basic information of the project

項目基本情況

- Main content and objective of the construction project
- 項目建設主要內容及其目標
- Estimated amount and percentage of environmental investment in total investment
- 環保投資佔總投資額的估算金額及其百分比

Current environmental quality

環境質量現狀

- Assessment on whether air monitoring results meet with the requirements of the "Ambient Air Quality Standards"
- 評核環境空氣監測結果是否符合《環境空氣質量標準》的限值要求
- Assessment on whether the water quality meets with the "Environmental Quality Standards for Surface Water "
- 評核水域環境質量的指標是否達到《地表水環境質量標準》的限值要求
- Assessment on whether the noise pollution level meets with the "Environmental Quality Standard for Noise"
- 評核環境噪音標準是否達到《聲環境質量標準》的限值要求

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### A. ENVIRONMENTAL (Continued)

### A. 環境（續）

#### A3 The Environment and Natural Resources (Continued)

#### A3 環境及天然資源（續）

##### Areas of Assessment

##### 評估範疇

Environmental feasibility of  
the project  
項目的環境可行性

##### Standards of Assessment (including but not limited to)

##### 評估標準（包括但並不限於）

- Analyses if the project is in line with the policy, carried out at a reasonable site and with a reasonable floor plan
- 分析項目政策符合性、選址合理性及平面佈局合理性
- Assess if the project meets the national clean production standard
- 評估項目是否符合國內清潔生產的水平
- Conclude the environmental impact of project construction, measures to control total emission and improvements
- 總結因項目建設而對環境產生的影響，排放總量控制措施及其改善方案

### B. SOCIAL

### B. 社會

#### B1 Employment

#### B1 僱傭

The Group adheres to the principle of “no waste of talents and equal opportunities” and is dedicated to creating a working environment free from discrimination. Hence it ensures that all employees and job applicants are entitled to the same opportunity and treatment in relation to employment, deployment, training, promotion, remuneration and benefits by implementing a series of remuneration and benefit policies, which include:

集團秉承「人盡其才，人人平等」的用人原則，本集團致力於創造一個不存在歧視的工作環境，包括所有聘用、調職、培訓、晉陞、薪酬、福利等，均確保所有員工及職位申請者享有平等機會及公平待遇。集團為此實行了一系列僱員薪酬及福利政策，包括：

- The Group maintains strict compliance with the Labour Law and Labour Contract Laws and makes salary payment to employees on time.
- Employees' salary is based on the local market rates in the gas industry, with bonus determined according to the Group and individual performance.

- 集團嚴格遵守勞動法及勞動合同法，向員工準時支付薪金。
- 集團員工之薪酬參考當地及燃氣行業市場水平而確定，根據集團情況及員工表現發放獎金。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### B. SOCIAL (Continued)

#### B1 Employment (Continued)

- The Group makes contribution to the pension, medical, work injury, maternity and unemployment insurance of the employees.
- Annual leave arrangement is in strict compliance with the national requirements.
- The Group offers entertainment facilities for employees' use and regularly organizes activities to foster their communication and interaction.
- The Group also sets up online public message group for staff to exchange ideas.

During the Reporting Period, the Group did not identify any major non-compliance with laws and regulations in relation to human resources.

#### B2 Health and Safety

The Group is committed to safeguarding staff health and safety by providing a desirable workplace. It also formulated a variety of safety policies and set up a management mechanism for major safety risks:

- The Group organizes regular emergency, fire, evacuation, leak and exit drills to raise staff awareness towards safety.
- The Group has implemented and circulated a set of fire safety measures to employees, who are required to strictly follow the instructions.

### B. 社會（續）

#### B1 僱傭（續）

- 集團為員工繳納養老、醫療、公傷、生育、失業等保險。
- 法定假期嚴格按國家規定執行。
- 提供娛樂設備給員工享用及定期舉辦團體活動給員工參與以增強員工之間的交流和互動。
- 集團亦建立了互聯網公眾網群組，促進員工交流溝通。

於本報告期間，集團並未發現與人力資源相關的法例和法規的重大違反情況。

#### B2 健康與安全

本集團承諾保障其僱員的健康及安全和提供一個良好的工作環境給予員工。集團建立了各種安全政策，並為主要之安全風險設置相關管理機制：

- 集團定期安排急救、滅火、疏散、洩漏、逃生等應急演練，以提高員工安全意識。
- 集團已落實及向員工傳閱各項防火安全措施，僱員必須嚴格遵守該等指示。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### B. SOCIAL (Continued)

#### B2 Health and Safety (Continued)

- The Group has developed a set of work safety guidelines which defines the procedures and matters of attention in relation to work safety as well as clear responsibilities and duties of employees.
- The Group has emergency plans in place for each project, which set out the emergency management protocols and responses in case of disasters, with an aim of minimizing injuries and loss at time of accidents.
- All ignitions such as lighters are forbidden in the stations and a no-smoking policy is implemented.

During the Reporting Period, the Group did not identify any non-compliance with laws and regulations in relation to workplace health and safety.

#### B3 Development and Trainings

Staff education and trainings are our priorities, hence we are committed to helping our employees achieve career goals and enhancing their education level and ability. The Group develops different career plans for them based on job positions and their ambitions, abilities and development needs. We also encourage staff exchange and job rotation between departments so that our employees can have more chance to learn and practice their skills.

The Group offers comprehensive professional capability trainings, including internal trainings and external courses such as fire trainings, safety manager trainings, trainings on safe operation of long transmission channels and trainings on operation of special equipment.

### B. 社會（續）

#### B2 健康與安全（續）

- 制定工作安全指引，建立員工的安全工作程序及注意事項，並明確工地相關員工的職責及分工。
- 每個項目均備有應急方案，載列發生災害時之應急管理程序及補救措施，以保證事故發生情況下，傷亡、損失能夠降到最低。
- 所有火種如打火機等一律不得帶入場站內，場站內禁止吸煙。

本集團於報告期間並無發現違反與工作場所健康與安全有關之法律及規例之個案。

#### B3 發展及培訓

我們十分重視員工的學習及培訓，致力於協助員工實踐事業目標及提升僱員的教育水平及能力。集團針對不同的業務崗位和員工的個人志向、能力和發展需求，制定了不同的職業發展規劃。集團亦十分鼓勵跨部門的人員流動及工作調整，給予員工更多的學習和實踐的機會。

集團為員工提供全方位的專業技能培訓機會，包括內部培訓及外部課程等，如消防培訓、安全管理人員培訓、長輸管道運營安全培訓、特種設備操作培訓等。



## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### B. SOCIAL (Continued)

#### B4 Labour Standards

The Group has zero tolerance to child or forced labour. It has also established the following policy to prevent child, under-aged and forced labour.

The Group strictly follows the requirements of the Labour Law by ensuring all employees are above 18 years old. Based on the requirements of different job functions, the Group organizes online open recruitment and employs applicants with the suitable qualities. New employees must present their identification documents at the commencement of employment for us to verify their actual age and run background checks.

Our human resources department is responsible for the comprehensive recruitment screening procedure that is designed to make sure all information provided by the job applicants is accurate. It also conducts regular review on our operation to check if we have hired child or forced labour. Moreover, the management encourages active participation to staff activities which effectively prevent forced labour.

The Group did not identify any violation of laws and regulations in relation to prevention of child and forced labour during the Reporting Period.

### B. 社會（續）

#### B4 勞工準則

本集團嚴格禁止聘用兒童或強制勞工，並訂立以下政策以徹底根除童工、未成年工人及強迫勞工。

集團嚴格按照勞動法的要求，所有應聘人員必須年滿18歲以上，根據不同的崗位任職條件，進行網上公開招聘，符合條件的人予以錄用。新僱員須於僱傭開始時提供身份證明文件，以核實其實際年齡及進行背景調查。

人力資源部亦會作全面的招聘審查程序，確保應聘者提供的數據準確無誤，並會定期覆核運作中是否存在聘用兒童或強制勞工的情況。管理層亦會鼓勵員工積極參與集團舉辦的活動，以有效消除強迫勞功。

本集團於報告期間並無發現違反與防止兒童或強制勞工有關之法律及規例之個案。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### B. SOCIAL (Continued)

#### B5 Supply Chain Management

In the selection of suppliers, the procurement department not only takes into account the quality, price and commercial considerations, but also includes their environmental and social commitments in the evaluation process. Suppliers which do not pass the assessment will be removed from the suppliers' list and the cooperation with them will be terminated.

When entering into contracts with contractors, the Group requires them to also sign the HSE (Health, Safety and Environment) Contract as part of the master agreement, thereby minimizing the relevant risks. The Group requires the contractors to keep the major risks of their construction works within the acceptable range under the national and industrial standards and provide a safe workplace for their employees. We will also regularly inspect the work of our contractors, making sure that they have organised safety inspections and equipped their staff with the appropriate safety awareness and skills.

#### B6 Product Responsibility

The Group is committed to providing quality services that satisfy customers' needs and sets fairness and safety as the centre of its procurement and service procedure. Meanwhile, it has established and made public its own customers' interest policy, which it implemented throughout the operation to safeguard customers' interests. The Group provides natural gas service according to a set of comprehensive quality control system basing on the "National Standard for Natural Gas GB17820-2012", which specifies the procedure for natural gas investment, provision of consultation on natural gas technology and sales of natural gas cooking appliances and accessories. Our practices ensure the safety and health of our customers and play an important role in protecting the environment.

### B. 社會（續）

#### B5 供應鏈管理

在選擇供應商時，採購部除了按質量、價格及商業因素選擇外，還會將供貨商對環境保護及社會責任列入評分機制中。評分不合格的供貨商將在供貨商列表移除及取消合作。

與承辦商簽訂合同時，集團規定必須同時簽訂HSE（健康安全與環境）合同，作為主合同的一部分，以確保將相關風險降至最低。集團規定承辦商必須將所有工程主要危險控制到國家和行業標準能夠接受水平，並提供安全的工作環境給予其員工。集團亦會定期向工程承辦商的施工進行評核，確保承辦商已組織好安全檢查及為其員工進行安全教育培訓及配備保護用品，讓其員工具備應有的安全意識及技能。

#### B6 產品責任

集團強調提供優質服務以滿足客戶要求，其採購及服務流程均注重公平性及安全性，制定且公開本集團客戶權益政策，並落實於營運活動，以防止消費者權益損害。本集團之天然氣服務已根據《天然氣國家標準GB17820-2012》制定一套綜合素質控制體系，當中載有天然氣投資、提供天然氣技術諮詢服務以及銷售天然氣煮食用具及配件等流程，對保障我們的客戶安全、健康和環境友好發揮重要作用。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### B. SOCIAL (Continued)

#### B6 Product Responsibility (Continued)

The Group conducts on-going quality monitoring and regular inspection on all suppliers. In the event that the qualification of the supplier undergoes material changes or material quality issues arise, the Group may suspend the cooperation with suppliers experiencing the problems so as to maintain reliability of our services.

With an aim of enhancing service quality, the Group gather customers' opinions and feedback on our products and services from time to time through customer satisfaction survey.

The Group did not identify any non-compliance with laws and regulations in relation to product and service quality during the Reporting Period.

#### B7 Anti-corruption

The Group always strives to be open-minded, responsible and honest, and all of its employees must follow the code of ethics and professional conduct. The Group has entered into anti-corruption agreements and relevant documents with its suppliers and employees, which prevent taking or accepting bribes or rebates. Apart from that, the Group also forbids its staff to engage in any acts of power abuse, document forgery, leaking trade secrets and other behaviours that may harm our economic benefits.

The Group also arranges anti-corruption trainings for its employees and encourages them to report any corruption concerns by raising their awareness on anti-corruption and anti-money laundering. The Group did not identify any violation of relevant laws and regulations during the Reporting Period.

### B. 社會（續）

#### B6 產品責任（續）

本集團亦進行長期質量監管及定期對其所有供應商進行檢查。倘供應商資質出現重大改變或發生嚴重質量問題，本集團可隨時暫停有問題之供應商的合作，以確保本集團服務的可靠性。

集團亦會不定期地進行客戶滿意度調查，搜集客戶對我們的產品及服務方面的評價和意見，從而不斷提高集團服務水平。

本集團於報告期間並無發現違反與產品及服務質量有關之法律及規例之個案。

#### B7 反貪污

集團一直努力不懈堅守開明、負責任及正直誠實的宗旨，所有員工均需嚴格遵守個人及專業操守。集團與供應商及員工已簽訂廉潔協議或有關文件，禁止收受賄賂或回扣。此外，集團亦禁止員工濫用職權、偽造任何文件、洩露集團商業秘密及任何損害集團經濟利益的無弊行為。

集團亦為員工提供有關反貪腐的培訓，及鼓勵員工舉報任何反舞弊的行為，提高員工對反貪污及洗黑錢的意識。本集團於報告期間並無發現違反相關之法律及規例之個案。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### B. SOCIAL (Continued)

#### B8 Community Investment

As a corporate citizen, the Group places great emphasis on social responsibility. We believe the extensive application of natural gas not only reduces pollution, but also saves energy, hence we put in tremendous efforts to develop the natural gas business, which coincides with China's energy strategy for the future and helps promote the interest of the society.

For many years, the Group gives back to society in a number of ways. For instance, it constructed cement roads on the mud roads at Baiyangmo station for easier access of villagers, and unclogged discharge pipes in the neighbouring communities for free so that lives and properties of villagers will not be damaged in heavy rains. The Group also sends festival greetings in Chinese New Year and weddings, and offers condolences when someone passes away. We strive to maintain good relationship with the community and promote harmonious development of society.

### B. 社會（續）

#### B8 社區投資

作為企業公民，本集團一直重視社會責任。集團致力發展天然氣業務，相信天然氣之廣泛利用能減少污染物及節約能源，與國家未來能源策略及社會整體利益一致。

多年來，集團亦從多個範疇回饋社會。如將白洋末站所在地的村泥土道路修建為水泥道路，方便當地村民出入；義務為周邊村民疏通排水管溝，確保暴雨期間農戶財產安全；春節等重大節日及周邊農戶婚喪嫁娶日入戶慰問、送祝福，處理好鄰里關係，促進社會和諧發展。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

Set out below is the full text of the Corporate Governance Report contained in the annual report of the Company for the year ended 31 December 2016.

### CORPORATE GOVERNANCE PRACTICES

The Company is committed to maintaining a high standard of corporate governance practices. It met all the code provisions of the Corporate Governance Code (the “Code”) set out in Appendix 15 of the GEM Listing Rules in the year ended 31 December 2016.

### DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted the required standard of dealing set out in Rules 5.48 to 5.67 of the GEM Listing Rules (the “Required Standard”) as the code of conduct regarding securities transactions by the Directors. Having made specific enquiry of all Directors, all Directors confirmed that they had complied with the Required Standard during the year ended 31 December 2016.

### CONFIRMATION OF INDEPENDENCE

The Company confirms it has received from each of its independent non-executive Directors an annual confirmation of his/her independence pursuant to Rule 5.09 of the GEM Listing Rules, and considers that the independent non-executive Directors to be independent.

### BOARD OF DIRECTORS

The Company is governed by a board of directors (the “Board”) which has the responsibility for leadership and control of the Company. The Directors are collectively responsible for promoting the success of the Group by directing and supervising the Group’s affairs. The Board set strategies and directions for the Group’s activities and lead the Group’s management team through the Directors with a view to developing its business and enhancing shareholder value.

本公司截至二零一六年十二月三十一日止年度年報所載之企業管治報告全文載列如下。

### 企業管治常規

本公司致力維持高水平之企業管治。於截至二零一六年十二月三十一日止年度，本公司遵守創業板上市規則附錄15「企業管治守則」（「守則」）所載之守則條文。

### 董事的證券交易

本公司已採納創業板上市規則第5.48至5.67條所載的交易必守標準（「必守標準」）作為董事進行證券交易之行為守則。經向全體董事作出特定查詢後，全體董事均已確認於截至二零一六年十二月三十一日止年度已遵守必守標準。

### 確認獨立性

本公司確認已接獲各獨立非執行董事根據創業板上市規則第5.09條規定就其獨立性發出之年度確認函，並認為該等獨立非執行董事均屬獨立人士。

### 董事會

本公司受董事會（「董事會」）監管，彼等須負責領導及監察本公司。董事負責指示及監控本集團之事務，共同帶領本集團邁向成功。董事會製訂本集團業務之策略及方向，並透過董事領導本集團的管理層團隊，使業務得以發展及提升股東價值。



## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

## BOARD OF DIRECTORS (Continued)

During the year ended 31 December 2016, the Board's composition and the individual attendance of each Director at the Board meetings, Board Committee meetings and Shareholder meetings during the year ended 31 December 2016 are set out in the table below:

		Attendance/Number of Meetings held during the tenure of his/her office in the year 出席次數／年內在彼任內舉行會議次數				
		Human Resources & Remuneration Committee				
		Board Meeting	Nomination Committee	Audit Committee	Shareholder Meeting	
		董事會會議	提名委員會	審核委員會	股東大會	
<b>Executive Directors</b>	<b>執行董事</b>					
Mr. Weng Lin Lei, <i>Chairman</i>	翁凜先生 (主席)	18/18	N/A 不適用	2/2	N/A 不適用	1/2
Ms. Leung Tsz Man	梁子汶女士	18/18	N/A 不適用	N/A 不適用	N/A 不適用	2/2
Mr. Wei Yue Tong (resigned on 3 June 2016)	魏月童先生 (於二零一六年六月三日辭任)	10/10	N/A 不適用	0/0	N/A 不適用	2/2
Mr. Fan Wei Guo (resigned on 3 June 2016)	范衛國先生 (於二零一六年六月三日辭任)	10/10	N/A 不適用	N/A 不適用	N/A 不適用	2/2
Mr. Zheng Jian Peng* (resigned on 3 June 2016)	鄭健鵬先生* (於二零一六年六月三日辭任)	10/10	N/A 不適用	N/A 不適用	N/A 不適用	0/2
<b>Non-Executive Director</b>	<b>非執行董事</b>					
Mr. Zheng Zhu Ping* (resigned on 3 June 2016)	鄭祝平先生* (於二零一六年六月三日辭任)	9/10	2/2	0/0	2/3	1/2
<b>Independent Non-Executive Directors</b>	<b>獨立非執行董事</b>					
Ms. Kwan Sin Yee	關倩兒女士	18/18	3/3	2/2	6/6	1/2
Mr. Leung Oh Man, Martin	梁傲文先生	18/18	3/3	2/2	6/6	1/2
Mr. Sun Zhi Jun	孫志軍先生	16/18	3/3	1/2	5/6	0/2
Ms. Huang Yu Jun	黃玉君女士	18/18	3/3	2/2	6/6	1/2
Mr. Chiu Wai Piu (resigned on 16 June 2016)	焦惠標先生 (於二零一六年六月十六日辭任)	10/10	2/2	0/0	3/3	1/2

\* Mr. Zheng Jian Peng is the son of Mr. Zheng Zhu Ping.

N/A: Not applicable

During the year ended 31 December 2016, the Board held eighteen (18) Board meetings to review, among other matters, the Group's financial and operating performance and discuss the business direction and strategy. Agenda and accompanying board papers were sent to all Directors in a timely manner.

## 董事會（續）

於截至二零一六年十二月三十一日止年度，董事會組成及各位董事於截至二零一六年十二月三十一日止年度出席董事會會議、董事委員會會議及股東大會的情況載於下表：

Attendance/Number of Meetings held during the tenure of his/her office in the year 出席次數／年內在彼任內舉行會議次數				
Human Resources & Remuneration Committee 人力資源及薪酬委員會	Nomination Committee 提名委員會	Audit Committee 審核委員會	Shareholder Meeting 股東大會	
N/A 不適用	2/2	N/A 不適用		1/2
N/A 不適用	N/A 不適用	N/A 不適用		2/2
N/A 不適用	0/0	N/A 不適用		2/2
N/A 不適用	N/A 不適用	N/A 不適用		2/2
N/A 不適用	N/A 不適用	N/A 不適用		0/2
2/2	0/0	2/3		1/2
3/3	2/2	6/6		1/2
3/3	2/2	6/6		1/2
3/3	1/2	5/6		0/2
3/3	2/2	6/6		1/2
2/2	0/0	3/3		1/2
* 鄭健鵬先生為鄭祝平先生之子。				

\* 鄭健鵬先生為鄭祝平先生之子。

不適用：不適用

截至二零一六年十二月三十一日止年度，董事會舉行十八（18）次董事會會議，以檢討（其中包括）本集團的財務及營運表現，並討論業務方針及策略。會議議程及相關董事會文件已及時發送至全體董事。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### BOARD OF DIRECTORS (Continued)

Directors who could not attend in person could participate the Board meetings and Shareholder meetings through other electronic means of communications.

The biographical information of the Directors are set out in the section headed "Directors and Senior Management Profile" on pages 16 to 18 in the Annual Report.

The Company is committed to arranging and funding suitable training to all Directors for their continuous professional development. During the year ended 31 December 2016 and up to the date of this report, Mr. Weng Lin Lei, Ms. Leung Tsz Man, Ms. Kwan Sin Yee, Mr. Leung Oh Man, Martin, Mr. Sun Zhi Jun and Ms. Huang Yu Jun engaged in business activities in their respective fields as continuous professional development to develop and refresh their knowledge and skills so as to ensure that their contributions to the Board remain informed and relevant. Ms. Leung Tsz Man and Mr. Leung Oh Man, Martin have participated in continuous professional development programs required by The Hong Kong Institute of Certified Public Accountants. The Directors also participated in other trainings and professional developments such as attending seminars, studying reading materials relating to the Group or its industries and businesses; rules and regulations; business management; or the roles, functions and duties of a listed company director.

### CHAIRMAN

The Chairman is responsible for the leadership of the Board, ensuring its effectiveness in all aspects of its role and for setting its agenda and taking into account any matters proposed by other directors for inclusion in the agenda. Through the Board, he is responsible for ensuring that good corporate governance practices and procedures are followed by the Group.

### 董事會（續）

無法親身出席董事會會議及股東大會的董事可以其他電子通訊方式參與。

董事之履歷詳情載於年報第16至18頁「董事及高層管理層簡介」一節。

本公司致力就所有董事之持續專業發展安排合適的培訓並提供有關經費。截至二零一六年十二月三十一日止年度及截至本報告刊發日期，翁凜磊先生、梁子汶女士、關倩兒女士、梁傲文先生、孫志軍先生及黃玉君女士在彼等各自的商務活動範疇內參與持續專業發展，從而發展並更新其知識及技能，確保其能繼續具備所需資訊及適切地對董事會作出貢獻。梁子汶女士及梁傲文先生已按照香港會計師公會的要求參與持續專業發展。董事亦參與其他培訓及專業發展，例如出席研討會，閱覽資料文獻，內容包括有關本集團或其行業及業務；規則及條例；商業管理；或上市公司董事的角色、職能及責任等。

### 主席

主席須負責領導董事會，確保董事會能有效益地履行其各方面之職務，並須負責釐定議程，以及考慮將其他董事所提出之事宜載入議程內。透過董事會，彼負責確保本集團有遵守良好企業管治常規及程序。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### NON-EXECUTIVE DIRECTOR

The non-executive Director of the Company was appointed for a term of up to about 3 years ending on the date on which the director shall retire by rotation and re-election at the Company's annual general meeting in accordance with the Code and the Articles of Association of the Company.

### HUMAN RESOURCES AND REMUNERATION COMMITTEE

During the year ended 31 December 2016, the Human Resources and Remuneration Committee ("Remuneration Committee") held three (3) meetings. The Remuneration Committee has reviewed and approved the Group's remuneration policy, including that for the executive Directors, and the levels of remuneration paid to executive directors and senior management of the Group. The terms of reference of the Remuneration Committee follow the guidelines set out in the Code and it is responsible for, among other things, making recommendations to the Board on the remuneration packages of individual executive Directors and senior management.

The remuneration payable to the Directors for the year ended 31 December 2016 is set out in note 11 to the consolidated financial statements.

The remuneration payable to the senior management of the Company for the year ended 31 December 2016 is within the range of HK\$0 to HK\$1,350,000.

### 非執行董事

本公司非執行董事之任期最長約為3年，於彼等按照守則及本公司之組織章程細則於本公司之股東週年大會上輪值退任及膺選連任時終止。

### 人力資源及薪酬委員會

截至二零一六年十二月三十一日止年度，人力資源及薪酬委員會（「薪酬委員會」）共舉行三（3）次會議。薪酬委員會審閱及批准集團（包括執行董事）之薪酬政策，及本集團執行董事及高層管理人員之薪酬水平。本公司根據守則所載之指引制訂薪酬委員會之職權範圍，其職能之一為向董事會建議個別執行董事及高層管理人員的薪酬待遇。

截至二零一六年十二月三十一日止年度，應付董事之酬金載列於綜合財務報表附註11。

截至二零一六年十二月三十一日止年度，本公司應付之高層管理人員酬金介乎0港元至1,350,000港元。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### BOARD DIVERSITY

The Board has adopted a policy concerning diversity of Board members (the “Board Diversity Policy”) which is summarized as follows:

The Company is committed to maintaining a highly effective Board which should have a balance of skills, experience and diversity of perspectives appropriate to the requirements of its business. When deciding on the appointment of directors, it is the policy of the Company to consider a number of factors, including but not limited to, gender, age, cultural and educational background, professional experience, and other qualifications, skills and experience which the Company considers that it will make a positive contribution to the performance of the Board.

The Nomination Committee of the Company (the “Nomination Committee”) monitors the implementation of the Board Diversity Policy and reviews it from time to time and shall bring to the attention of the Board any significant issues or recommendations as and when necessary and appropriate. Any reviews, updates and amendments to the Board Diversity Policy shall be approved by the Board.

### NOMINATION COMMITTEE

The terms of reference of the Nomination Committee have been determined with reference to the Code.

The Nomination Committee is responsible for identifying potential new directors and making recommendations to the Board for decision. A director appointed by the Board is subject to re-election by shareholders at the first annual general meeting after his/her appointment. All Directors are subject to retirement by rotation at least once every 3 years. In accordance with the Company’s Articles of Association, one third of the directors are subject to retirement by rotation and re-election by shareholders at each annual general meeting of the Company.

Potential new Directors are selected with reference to the Board Diversity Policy whenever necessary and appropriate.

### 董事會成員多元化

董事會已採納一項有關董事會成員多元化之政策（「董事會成員多元化政策」），該政策撮要如下：

本公司致力令董事會保持優秀效益，務求平衡董事會所具備之技巧、經驗及多樣的觀點與角度，配合集團業務所需。當決定委任董事時，本公司之政策將考慮多項因素，包括（但不限於）性別、年齡、文化及教育背景、專業經驗、及其他本公司認為可對董事會之表現帶來正面貢獻之資歷、技能及經驗。

本公司之提名委員會（「提名委員會」）監察董事會成員多元化政策之執行，並不時作出檢討，在需要及適當時向董事會提出任何重要事宜或建議。董事會成員多元化政策有任何檢討、更新及修訂須經董事會通過。

### 提名委員會

本公司已參考守則釐訂提名委員會之職權範圍。

提名委員會負責物色有潛質成為新任董事之人士，並就董事會作出決定提供推薦建議。由董事會委任之董事須於其獲委任後之首個股東週年大會上經股東重選。所有董事須最少每3年輪值退任一次。同時，根據本公司之組織章程細則，本公司每屆股東週年大會上須有三分之一董事輪值退任及經股東重選。

提名委員會於必要及適當時參考董事會成員多元化政策挑選有潛質成為新任董事之人士。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### NOMINATION COMMITTEE (Continued)

The Nomination Committee held two (2) meetings during the year ended 31 December 2016 and work performed included reviewing the structure, size and composition of the Board, the independence of the independent non-executive Directors and the nomination of new Directors.

### CORPORATE GOVERNANCE FUNCTIONS

The Board has adopted the terms of reference for corporate governance functions set out in the Code and has delegated the Group's corporate governance functions to the Audit Committee of the Company (the "Audit Committee").

### AUDIT COMMITTEE

The terms of reference of the Audit Committee, with the inclusion of the corporate governance functions, follow the guidelines set out in the Code. The Audit Committee is responsible for, among other things, having relationship with the Company's auditors reviewing the Group's financial information and its financial reporting, financial reporting system, risk management and internal control systems and corporate governance, including the adequacy of resources, staff qualifications and experience, training programmes and budget of the Group's accounting and financial reporting function. The Audit Committee reports to the Board any significant issues relating to its terms of reference.

During the year ended 31 December 2016, the Audit Committee held six (6) meetings and work performed included reviewing the Group's quarterly, half-yearly and annual results, its risk management and internal control systems, and corporate governance matters for inclusion in the Company's Annual Report.

### AUDITORS' REMUNERATION

The remuneration paid to Deloitte Touche Tohmatsu for audit and non-audit services for the year ended 31 December 2016 amounted to approximately HK\$900,000 (2015: HK\$724,000) and HK\$1,148,800 (2015: HK\$52,000) respectively. The non-audit services provided by Deloitte Touche Tohmatsu to the Group were in relation to the review service on taxation, quarter results, interim result, limited assurance services on continuing connected transaction, other professional services related to the Proposed Acquisition.

### 提名委員會（續）

截至二零一六年十二月三十一日止年度，提名委員會共舉行兩(2)次會議；其工作包括審閱董事會之架構、人數及組成、獨立非執行董事之獨立性及新董事之提名。

### 企業管治職能

董事會已採納守則所載有關企業管治職能之職權範圍，並已將集團之企業管治職能指派予本公司審核委員會（「審核委員會」）。

### 審核委員會

審核委員會之職權範圍（包括其企業管治職能）按照守則所載之指引制訂。審核委員會職能之一為與本公司核數師建立關係、審閱本集團之財務資料及其財務申報、財務申報制度、風險管理及內部監控制度以及企業管治，包括集團在會計及財務匯報職能方面的資源、員工資歷及經驗，以及員工所接受的培訓課程及有關預算是否足夠。審核委員會向董事會匯報任何跟其職權範圍相關之重要事宜。

截至二零一六年十二月三十一日止年度，審核委員會共舉行六(6)次會議，工作包括審閱本集團之季度、半年度及全年業績，其風險管理及內部監控系統，及刊登於本公司年報內之企業管治事宜。

### 核數師酬金

截至二零一六年十二月三十一日止年度就審核及非審核服務支付予德勤•關黃陳方會計師行的酬金分別約為900,000港元（二零一五年：724,000港元）及1,148,800港元（二零一五年：52,000港元）。德勤•關黃陳方會計師行提供予本集團的非審核服務涉及稅務、季度業績及中期業績的審閱服務、持續關連交易的有限核證服務、有關建議收購事項的其他專業服務。



## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### ACCOUNTABILITY AND AUDIT

The Directors acknowledge their responsibility for preparing the accounts of the Company. As at 31 December 2016, the Directors are not aware of any material uncertainties relating to events or conditions which may cast significant doubt upon the Company's ability to continue as a going concern. Accordingly, the Directors have prepared the consolidated financial statements of the Company on a going-concern basis.

The responsibilities of the external auditors about their financial reporting are set out in the Independent Auditor's Report attached to the Company's consolidated financial statements for the year ended 31 December 2016.

The Board has, through the Audit Committee, conducted a review of the effectiveness of the Group's risk management and internal control system with an aim to safeguard the shareholders' investment and the Company's assets in compliance with the provisions of the Code. The purpose is to provide reasonable, but not absolute, assurance against material misstatements, errors, losses or fraud, and to manage rather than eliminate risks of failure in achieving the Group's business objectives.

### RISK MANAGEMENT AND INTERNAL CONTROL

The Group maintains an effective internal control and risk management systems. It consists, in part, of organisational arrangements with defined lines of responsibility and delegation of authority, and comprehensive systems and control procedures in order to safeguard the investment of the Company's shareholders and the Group's assets at all times.

The Audit Committee performs the duties of risk management and internal control on behalf of the Board to oversee the management in the establishment, maintenance and monitoring of effective risk management and internal control systems.

### 問責及核數

董事明白彼等有編製本公司賬目的責任。於二零一六年十二月三十一日，董事並不知悉任何可能會嚴重影響本公司持續經營能力的重大不明朗事件或情況。因此，董事已按持續經營基準編製本公司之綜合財務報告。

外聘核數師對財務申報之責任載列於本公司截至二零一六年十二月三十一日止年度之綜合財務報告內之獨立核數師報告。

董事會已按照守則條文，透過審核委員會對本集團風險管理及內部監控系統之效益進行檢討，以保障股東之投資及本公司之資產。目的在於合理（而非絕對地）保證並無重大失實陳述、錯誤、損失或欺詐，以及管理而非抵銷未能達致本集團業務目標之風險。

### 風險管理及內部監控

本集團維持有效的內部監控及風險管控系統，包括設有明確責任及授權界線的部分組織安排，以及全面系統及監控程序，以始終保障本公司股東的投資及本集團的資產。

審核委員會代表董事會履行風險管理及內部監控職責，以監督管理層制定、維護及監控有效的風險管理及內部監控系統。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### RISK MANAGEMENT AND INTERNAL CONTROL

(Continued)

The Audit Committee reviewed the Group's risk management and internal control systems in respect of the year ended 31 December 2016 and considered the system effective and adequate. The Board assessed the effectiveness of the Group's risk management and internal control by considering the reviews performed by the Audit Committee. The Group's risk management and internal control systems have segmented reviewed by an independent professional party. The Company complies with the code provisions relating to internal control contained in the Code.

### COMPANY SECRETARY

The current company secretary is Mr. Chan Hank, Daniel who replaced Mr. Au Yeung Ho Yin, on 7 October 2016. During the year, Mr. Au Yeung Ho Yin and Ms. Leung Tsz Man have been company secretary from 15 April 2016 to 7 October 2016 and from 11 September 2015 to 15 April 2016 respectively. They undertook totally not less than 15 hours of relevant professional training during the year ended 31 December 2016.

### COMMUNICATIONS WITH SHAREHOLDERS

The Company maintains an on-going dialogue with its shareholders through various channels including announcements and annual, interim and quarterly reports published on its website at [www.globalstrategicgroup.com.hk](http://www.globalstrategicgroup.com.hk) and the Company's general meetings. All shareholders are encouraged to attend general meetings and they may put to the Board any enquiries about the Group through its website at [www.globalstrategicgroup.com.hk](http://www.globalstrategicgroup.com.hk) or in writing sent to the principal office of the Company at Room 1216, 12th Floor, North Tower, Concordia Plaza, 1 Science Museum Road, Tsim Sha Tsui East, Kowloon, Hong Kong. The Directors, company secretary or other appropriate members of senior management respond to enquiries from shareholders promptly. The Chairman, the Chief Executive Officer, chairmen of board committees (or their respective delegates) and external auditors attend the annual general meeting and are available to answer questions raised by shareholders. Shareholders may also access the Company's corporate website for the Group's information.

### 風險管理及內部監控（續）

審核委員會審閱截至二零一六年十二月三十一日止年度本集團的風險管理及內部監控系統，並認為有關系統屬有效及充分。董事會考慮審核委員會執行的審閱，評估本集團風險管理及內部監控的有效程度。本集團的風險管理及內部監控系統已經獨立專業人士分開審閱。本公司遵守守則所載與內部監控有關的守則條文。

### 公司秘書

目前的公司秘書為陳恒先生，彼於二零一六年十月七日取替歐陽浩然先生。年內，歐陽浩然先生及梁子汶女士分別於二零一六年四月十五日至二零一六年十月七日期間及二零一五年九月十一日至二零一六年四月十五日期間擔任公司秘書。彼等於截至二零一六年十二月三十一日止年度已接受合共不少於15小時的相關專業培訓。

### 股東通訊

本公司與其股東一直透過不同渠道保持溝通，包括於公司網頁[www.globalstrategicgroup.com.hk](http://www.globalstrategicgroup.com.hk)刊登公佈及全年、中期及季度報告、以及舉行股東大會。本公司鼓勵所有股東出席股東大會，股東可透過公司網頁[www.globalstrategicgroup.com.hk](http://www.globalstrategicgroup.com.hk)，或以書面形式送交本公司香港主要辦事處香港九龍尖沙咀東科學館道1號康宏廣場北座12樓1216室，向董事會提問有關集團之事宜。本公司董事、公司秘書或其他合適之高級管理層將儘快回應股東之提問。本公司主席、行政總裁、董事會轄下委員會之主席（或其代表）、及外聘核數師均出席股東週年大會，並回答股東之提問。股東亦可登入本公司網頁查閱本集團的資料。

## 環境、社會及管治報告（續）

## Environmental, Social and Governance Report (Continued)

### COMMUNICATIONS WITH SHAREHOLDERS

(Continued)

Pursuant to Article 58 of the Company's Articles of Association, shareholders holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the company secretary, to require an extraordinary general meeting to be called by the Board for the transaction of any business (including any proposals) specified in such requisition, and such meeting shall be held within two months after the deposit of such requisition. If within twenty-one days of such deposit the Board fails to proceed to convene such meeting the requisitionists themselves may do so in the same manner.

### CONSTITUTIONAL DOCUMENTS

There had been changed once in the Company's constitutional documents during the year under review.

### DIRECTORS' RESPONSIBILITY IN PREPARING THE FINANCIAL STATEMENTS

The Directors acknowledge their responsibility for preparing the Company's financial statements of the Group (the "Financial Statements") which give a true and fair view and are in accordance with Hong Kong Financial Reporting Standards published by the Hong Kong Institute of Certified Public Accountants. The Directors endeavor to ensure a balanced, clear and understandable assessments of the Group's performance, position and prospects in financial reporting. Accordingly, appropriate accounting policies are selected and applied consistently; judgments and estimates made are prudent and reasonable.

The statement of the Company's auditors about their reporting responsibilities on the Financial Statements is set out in the Independent Auditor's Report on page 42 to page 50 of the Annual Report 2016 of the Company.

### 股東通訊（續）

根據本公司組織章程細則第58條，任何於呈遞要求日期持有不少於本公司實繳股本（附有於本公司股東大會投票權利）十分之一的股東，於任何時候有權透過向董事會或公司秘書發出書面要求，要求董事會召開股東特別大會，以處理有關要求中指明的任何事項（包括任何建議）；該大會應於呈遞該要求後兩個月內舉行。倘呈遞後二十一日內董事會未有開始召集該大會，則呈遞要求人士可自行以同樣方式作出此舉。

### 章程文件

於回顧年內，本公司之章程文件有一次變更。

### 董事編製財務報表的責任

董事承認彼等須負責根據香港會計師公會頒佈之香港財務報告準則編製真實而公平之本集團財務報表（「財務報表」）。董事將盡力確保於財務申報中對本集團之表現、財務狀況及前景作出平衡、清晰及合理之評估。因此，選擇及貫徹使用合適之會計政策；所作出之判斷及估計當屬審慎及合理。

本公司核數師關於其對財務報表申報責任的聲明載於本公司二零一六年年報第42至第50頁獨立核數師報告。

