

HANISON CONSTRUCTION HOLDINGS LIMITED
興勝創建控股有限公司
(incorporated in the Cayman Islands with limited liability)
(the “**Company**”)

WHISTLEBLOWING POLICY (the “Policy”)
*(Adopted by the Company at a meeting of
the board of directors of the Company on 30 August 2022)*

1 PURPOSE

- 1.1 The Company is committed to maintaining high standards of business ethics and corporate governance. We believe in dealing appropriately with our employees, those with whom we do business and the communities in which we operate.
- 1.2 We therefore require our employees and encourage third parties to report concerns about improprieties relating to the Company and its subsidiaries (the “**Group**”).
- 1.3 This Policy aims to provide reporting channels and guidance on reporting possible improprieties, and reassurance to persons reporting his/her concerns under this Policy (the “**Whistleblowers**”) of the protection that the Group will extend to them against unfair disciplinary action or victimization for any genuine reports made.
- 1.4 This Policy applies to all employees (including secondees), officers and directors of the Group (together, the “**Relevant Persons**”) and external third parties who deal with the Group (including but not limited to customers and suppliers) (“**External Parties**”).

2 WHISTLEBLOWING AND REPORTABLE CONCERNS

- 2.1 It is impossible to give an exhaustive list of the activities that constitute improprieties, misconduct or malpractice covered by this Policy. Examples of reportable concerns include but are not limited to the following:
 - i. criminal offences (including bribery and corruption) or non-compliance of other legal or regulatory requirements;
 - ii. improprieties or fraud relating to financial reporting and/or internal controls;
 - iii. accounting, auditing and financial matters;
 - iv. misconduct, malpractice, or unethical behaviour;
 - v. misappropriation of the Group’s property;
 - vi. any action which endangers the health and safety of the Group’s employees or other stakeholders;
 - vii. material violation of the policies and guidelines of the Group;
 - viii. improper use or leakage of the Group’s confidential or commercially sensitive information; and
 - ix. deliberate concealment of any of the above.

- 2.2 Please note that complaints related to customer services or products, as well as loss of property on the Group premises or under the Group's custody, are normally not reported under this Policy, unless they involve misconduct, malpractice or irregularity as listed above. Otherwise, they are handled by the relevant functions (e.g. customer service or security).

3 PROTECTION FOR WHISTLEBLOWERS

- 3.1 In making a report, the Whistleblower should exercise due care to ensure the accuracy of the information.
- 3.2 Whistleblowers making genuine and appropriate reports are assured of fair treatment. In addition, all Relevant Persons are also assured of protection against unfair dismissal, victimization or unwarranted disciplinary action.
- 3.3 The Group reserves the right to take appropriate action against anyone (Relevant Persons or External Parties) who initiates or threatens to initiate retaliation against the Whistleblowers. In particular, Relevant Persons who initiate or threaten retaliation will be subject to disciplinary action, which may include summary dismissal.

4 CONFIDENTIALITY

- 4.1 All information received (including the identity of the Whistleblower) will be kept confidential, except where the Group is required by law or regulation or at the lawful request of any relevant authorities including but not limited to The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") or other competent governmental or regulatory bodies, or by the order or directive of any court having jurisdiction over the Group to disclose it.
- 4.2 In order not to jeopardise the investigation, the Whistleblower is also required to keep confidential the fact that a report has been made, the nature of the impropriety concerned and the identities of those involved, unless required to disclose such information by law, regulation, at the lawful request of any relevant authorities or by the order or directive of any court.

5 REPORTING CHANNELS

- 5.1 If the report does not concern any member of the Whistleblowing Committee, every report shall be made to the Whistleblowing Committee in writing either:
- (1) By email to whistleblowing@hanison.com (this email can only be accessed by the Whistleblowing Committee)
- or*
- (2) By post to "Whistleblowing Committee" at 22/F., Kings Wing Plaza 1, 3 On Kwan Street, Shek Mun, Shatin, New Territories, Hong Kong.

- 5.2 If a member of the Whistleblowing Committee is the subject of the report, the report should be made by post addressed to “Chairman of the Audit Committee” at the same address (22/F., Kings Wing Plaza 1, 3 On Kwan Street, Shek Mun, Shatin, New Territories, Hong Kong).
- 5.3 All written reports by post shall be sent in a sealed envelope clearly marked “Strictly Private and Confidential - To be Opened by Addressee” to ensure confidentiality.
- 5.4 The members of the Whistleblowing Committee (as at the date of adoption of this Policy) are listed below:

Name	Title
Wong Sue Toa, Stewart	Managing Director
Tai Sai Ho	Executive Director and General Manager
Chow Ka Fung	Executive Director
Secretary of Whistleblowing Committee	
Chan Yiu Kei, Charles	Head of Human Resources

- 5.5 If the report does not concern any member of the Whistleblowing Committee, such report will be handled by the Whistleblowing Committee. The Whistleblowing Committee shall then determine the course of action to pursue, with power to delegate, with respect to the report. The Whistleblowing Committee shall update the Audit Committee on the reports received on at least a bi-annual basis.
- 5.6 If a member of the Whistleblowing Committee is the subject of the report, the report will be handled by the Chairman of the Audit Committee. The Chairman of the Audit Committee shall determine the course of action to pursue, with power to delegate, with respect to the report, and the Audit Committee will be notified.
- 5.7 Each Whistleblower is required to provide details of improprieties (including relevant incident(s), behaviour, activity or activities, name(s), date(s), place(s) and any other relevant information) by completing the report form as attached in Annex I.

6 ANONYMOUS REPORT

- 6.1 Whistleblowers are strongly encouraged to provide their names and contact details, so that clarification of the reports made or further appropriate information can be obtained directly from them, where required. However, it is recognised that in exceptional cases Whistleblowers may not feel comfortable identifying himself or herself. In these cases, anonymous reports may be submitted.

7 INVESTIGATIONS

- 7.1 The Whistleblowing Committee will maintain a central record of all whistleblowing reports.
- 7.2 The format and length of an investigation will vary depending upon the nature and particular circumstances of each report made. Where appropriate, the reports raised may:
- i. be investigated internally by the Whistleblowing Committee (if the report does not relate to any member of the Whistleblowing Committee), or the Audit Committee or any suitable person, team or department of the Group as determined and delegated by the Audit Committee;
 - ii. be referred to the external professionals for advice and/or assistance as instructed by the Whistleblowing Committee or the Audit Committee;
 - iii. be referred to the relevant public or regulatory bodies as instructed by the Whistleblowing Committee or the Audit Committee; and/or
 - iv. form the subject of any other actions as the Whistleblowing Committee or the Audit Committee may determine to be in the best interest of the Group.
- 7.3 The Whistleblowing Committee (in the event the report does not concern a member of the Whistleblowing Committee), or Audit Committee (in the event the report concerns a member of the Whistleblowing Committee) will inform any self-identified Whistleblower if further assistance is required.

8 FALSE REPORTS

- 8.1 If a Whistleblower makes an untrue report maliciously, with an ulterior motive, or for personal gain, the Group reserves the right to take appropriate action against any relevant person (including the Whistleblower) to recover any loss or damage as a result of the untrue report. In particular, Relevant Persons may face disciplinary action, including dismissal where appropriate.

9 RESPONSIBILITY AND REVIEW OF THE POLICY

- 9.1 This Policy has been approved by the board of directors of the Company (the “**Board**”) on 30 August 2022 and is subject to review by the Board from time to time to ensure it remains relevant to the Group’s needs and reflects the current regulatory requirement.
- 9.2 This Policy shall be read in conjunction with and subject to any relevant laws, regulations, rules, directives or guidelines that the Stock Exchange or any other regulatory bodies may from time to time prescribe or issue on the matters governed by this Policy.

- 9.3 The Group’s business is mainly located in Hong Kong and Mainland China, and it may have business dealings with External Parties from other jurisdictions. Accordingly, members of the Group may, to the extent not inconsistent or conflict with this Policy, put in place specific policies on whistleblowing based on the laws, regulations, rules, directives or guidelines of any regulatory bodies of any jurisdictions applicable to such members.
- 9.4 In the event that any procedures herein are inconsistent or in conflict with any relevant laws, regulations, rules, directives or guidelines as prescribed by the Stock Exchange or any other regulatory bodies or any part thereof (the “**Legal Requirements**”), the latter shall prevail to the extent of such inconsistency or conflict unless the procedures herein comply with the Legal Requirements and are more stringent than the Legal Requirements.
- 9.5 The Audit Committee has overall responsibility for the implementation of this Policy, and has delegated the day-to-day responsibility for the administration of this Policy to the Whistleblowing Committee of the Company.

NOTE: This document has been translated into Chinese. In case of discrepancies between the English version and Chinese version, the English version shall prevail.

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WHISTLEBLOWING REPORT FORM
(STRICTLY CONFIDENTIAL)

If you wish to make a report, please fill in this form and follow the procedures as set out in paragraph 5 of the Group’s Whistleblowing Policy. All information will be kept in a strictly confidential manner.

Please read the Whistleblowing Policy carefully before completing this form.

Reporter’s Information (Not strictly required but is strongly encouraged):

Name and Title: _____

Department and Company Name (if appropriate): _____

Tel No.: _____ Email: _____

Correspondence Address: _____

Details of Concern:

Please provide full details of your concern: names of the persons involved, dates, places, reasons, etc. and any other supporting evidence. (Continue on separate sheet if necessary)

Personal Information Collection Statement

All personal data collected will only be used for purposes which are directly related to the whistleblowing case you reported. The personal data submitted will be held and kept confidential by the Group and may be transferred to parties with whom we will contact during our handling of this case or other relevant parties concerned. The information provided may also be disclosed to law enforcement authorities or other concerned units. Where relevant, under the Personal Data (Privacy) Ordinance of Hong Kong, you shall have the right to request access to and correction of your personal data. If you wish to exercise these rights, requests should be made in writing to the Managing Director of the Group at: 22/F., Kings Wing Plaza 1, 3 On Kwan Street, Shek Mun, Shatin, New Territories, Hong Kong.