

# **Shenzhen International Holdings Limited**

## **Whistleblowing Policy**

### **Chapter 1 Basic Principles**

1. Shenzhen International Holdings Limited (“the Company” or “Shenzhen International”) and its subsidiaries (collectively, the “Group”) are committed to achieving and maintaining high standards of transparency, probity, and accountability. The Group encourages employees and third parties who have dealings with the Group to express their concerns about any malpractice, fraud or violations related to the Group's affairs, subject to confidentiality. Therefore, the Company has established this Whistleblowing Policy (the “Policy”).

### **Chapter 2 Scope**

2. This Policy applies to all employees (full-time and part-time) of the Group and relevant third parties who have dealings with the Group (such as consultants, contractors, suppliers, agents, and customers) (the “Whistleblowers”). The term ‘whistleblowing’ refers to a situation where an employee or relevant third party decides to report serious concerns regarding any malpractice which he/she has become aware or genuinely suspects that the Group has been or may become involved in. The Group will handle the reports with due care and will address the Whistleblowers’ concerns fairly and appropriately.

If a subsidiary of the Group is itself a listed company, it shall formulate its own relevant whistleblowing system in accordance with relevant laws and regulations.

3. Examples that constitute malpractice, fraud and violations under this Policy include but are not limited to:
  - (1) Breach of legal or regulatory requirements;
  - (2) Corruption or criminal activities;

- (3) Criminal offences, breach of civil laws and miscarriage of justice;
- (4) Malpractices, impropriety or fraud relating to the Group's financial reporting, internal controls, or other financial matters;
- (5) Misuse or misappropriation of the Group's property or resources;
- (6) Endangerment of the health and safety of an individual;
- (7) Damage caused to the environment;
- (8) Breach of the rules and regulations or code of conduct of the Group;
- (9) Improper conduct or unethical behaviour that may prejudice the Group's reputation.

### **Chapter 3 Protection for Whistleblowers**

- 4. Whistleblowers should act prudently and ensure the accuracy of the information they report. Whistleblowers making genuine and appropriate reports are assured of fair treatment. In addition, all relevant persons will be protected from unfair dismissal, victimization, or unwarranted disciplinary action. The Group reserves the right to take appropriate action against anyone (whether a relevant person or an external person) who initiates or threatens to initiate retaliate against the Whistleblowers. The relevant persons who initiate or threaten retaliation will be subject to disciplinary actions, which may include summary dismissal.

### **Chapter 4 Confidentiality**

- 5. The Group will make every effort treating all disclosures in a confidential and sensitive manner upon receipt of a report from the Whistleblowers. The identity of the Whistleblowers will not be disclosed unless the Whistleblowers agree or in the following circumstances:
  - (1) The Audit Committee of the Company considers that the disclosure of the Whistleblowers' identity is significant for the Company's investigation or interests;

- (2) The report is trivial, frivolous, not made in good faith, made with malicious or mischievous intent, or made in abuse of this Policy;
- (3) Disclosure is required to comply with any applicable laws or regulations, any order or directive of any relevant governmental or regulatory authority (including The Stock Exchange of Hong Kong Limited (“HKEX”)), or any court.

### **Chapter 5 Reporting Channels and Methods**

6. If the Whistleblowers become aware of any existing or potential malpractice, fraud or violations within the Group, the Whistleblowers should immediately report to the Discipline Inspection and Supervision Department of the Group through the following methods and submit the Whistleblowing Form (the “Form”) as shown in Appendix 1 and supplementary information (if any), the inspector general or authorized person will report to the Audit Committee of the Company.

<b>By Email:</b>	
Email address:	<a href="mailto:sgjxfjb@szihl.com">sgjxfjb@szihl.com</a> (This email is for the exclusive use of the Discipline Inspection and Supervision Department of the Group, and all information will be kept strictly confidential.)
<b>By Post:</b>	
To ensure confidentiality during the mailing process, please use a sealed envelope to send the Form and indicate “Private and Confidential - For Addressee Only” on the envelope.	
Shenzhen Office	Shenzhen International Building, 8045 Hongli West Road, Futian District, Shenzhen Address to the Head of the Discipline Inspection and Supervision Department of the Group.
Hong Kong Office	Rooms 2206-08, 22/F., Greenfield Tower, Concordia Plaza, No.1 Science Museum Road, Tsimshatsui East, Kowloon, Hong Kong Address to the Head of the Discipline Inspection and Supervision Department of the Group.

7. Reports may be made in person, by telephone, or in writing (by mail or email) using the suggested format shown in Appendix 1.
8. We strongly encourage the Whistleblowers to provide their names and contact details such that the Company could obtain any clarification or additional appropriate information directly from the Whistleblowers where required. However, we understand that in some circumstances, the Whistleblowers are unwilling to disclose his/her identity. In such cases, the Whistleblowers may report on an anonymous basis.

### **Chapter 6 Investigation**

9. The Discipline Inspection and Supervision of the Group shall assess the report and to determine whether a full investigation is necessary. The Discipline Inspection and Supervision Office may also seek professional opinions from other departments to assist in assessing the severity of the reported matters and determining whether a full investigation is necessary, while ensuring that the Whistleblowers' identities are not disclosed. The investigation results and corresponding actions for each report will be reported to the Audit Committee by the inspector general or authorized person. The Audit Committee will review the investigation results and corresponding actions to ensure their appropriateness.
10. The format and the length of an investigation will vary depending upon the nature and particular circumstances of each complaint made. The matters raised may:
  - (1) be investigated internally;
  - (2) be referred to external auditor;
  - (3) form a task force of an independent investigation; and/or
  - (4) be referred to relevant local regulatory authority.
11. The Chairman of the Audit Committee or the Discipline Inspection and Supervision Department authorized by the Audit Committee will respond to the Whistleblowers, if contactable, as soon as practicable:

- (1) acknowledging receipt of the report;
- (2) advising the Whistleblowers as to whether or not the matter will be investigated further and, as appropriate, the actions taken or being taken or the reasons for no investigation being made;
- (3) where practicable, giving an estimate of the timeline for the investigation and final response; and
- (4) indicating if any remedial or legal action is or is to be taken.

**12.** If Whistleblowers make an untrue report maliciously, with an ulterior motive, or for personal gain, the Group reserves the right to take appropriate actions against any relevant person (including the Whistleblowers) 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.

### **Chapter 7 Policy Responsibility and Review**

**13.** After this Policy is approved and adopted by the Audit Committee of the Company, the Audit Committee authorizes the Discipline Inspection and Supervision Department of the Group to be responsible for the implementation of this Policy and the Audit Committee of the Company is responsible for monitoring and periodically reviewing this Policy.

If you have any questions about the content or application of this Policy, please contact the Discipline Inspection and Supervision Department or the Company Secretarial Department (the Board Office).

#### Appendix 1: Whistleblowing Form

***Note:** The English translation of this Policy is for reference only. Should there be any discrepancy between the English and Chinese versions, the Chinese version shall prevail.*

**Appendix 1**

**Shenzhen International Holdings Limited  
Whistleblowing Form**

To report any whistleblowing matters, please complete this form. All information will be kept strictly confidential. We accept anonymous reports, but please ensure that the information provided is sufficient for us to conduct an effective investigation. Before completing this form, please read the Whistleblowing Policy carefully.

**Whistleblower's information (optional, but strongly recommended):**

Name: \_\_\_\_\_

Company Name and Department: \_\_\_\_\_

Telephone number/email: \_\_\_\_\_

**Please provide full details of the concern (continue on additional sheet if necessary), together with any supporting evidence:**

Name of person involved,  
Company Name and  
Department (if known): \_\_\_\_\_

Date and Place of  
Occurrence: \_\_\_\_\_

Event details: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Whistleblower's Signature: \_\_\_\_\_

Date: \_\_\_\_\_