

GUANGDONG INVESTMENT LIMITED

POLICY IN RELATION TO EMPLOYEES AND THIRD PARTIES RAISING CONCERNS OVER POSSIBLE IMPROPRIETIES

1. Principles

- 1.1 Guangdong Investment Limited (hereinafter referred to as the “Company”) is committed to achieving and maintaining a high level of transparency, integrity and accountability.
- 1.2 Employees of the Company at all levels shall act with integrity, fairness and honesty.
- 1.3 The Company adopts a zero-tolerance policy for any form of discrimination or harassment.

2. Purposes

- 2.1 This policy aims to regulate and deal with the concerns raised by the employees and related third parties (e.g. customers, suppliers, etc., who deal with the Company) (“Third Party(ies)”) of the Company over any suspected impropriety or malpractice in its financial reporting, internal control or other aspects in a fair and correct manner.
- 2.2 The Audit Committee of the Company shall review this policy regularly and ensure that appropriate arrangements are in place to carry out fair and independent investigation into such matters and take appropriate action.

3. Scope of Application

- 3.1 This policy is applicable to:
 - a) employees of the Company in all departments and at all levels; and
 - b) concerns raised over potential impropriety in financial reporting, internal control or other aspects, including but not limited to the following matters:
 - breach of applicable regulations of the Company;
 - breach of laws or regulatory rules;
 - criminal offences, breach of contracts and misjudgments;
 - malpractice, impropriety or fraud in accounting, auditing and finance;
 - harmful behaviours to others’ health and safety;
 - any form of discrimination or harassment behaviour, including sexual and non-sexual harassment;
 - environmental damages;
 - impropriety or immorality that impairs the Company’s reputation; and
 - deliberate concealment of any of the above matters.

4. Whistle-blowing Procedures

- 4.1 Employees or Third Parties may report their reasonable concerns over any impropriety in financial reporting, internal control or other aspects set out in paragraph 3.1(b) above through face-to-face interview or in writing.
- 4.2 Employees or Third Parties shall first report their concerns to the General Manager of the Internal Audit Department of the Company who, upon collecting adequate information, shall submit such report to the Chairman of the Board.
- 4.3 If such concerns involve the General Manager of the Internal Audit Department or the employee or Third Party does not wish to inform the aforementioned General Manager for any reason, the employee may submit his/her report to the Chairman of the Board.
- 4.4 If the employee or Third Party does not wish to inform the Chairman of the Board for any reason, the employee may directly submit his/her report to the Audit Committee.
- 4.5 If such concerns are raised in writing, the document shall specify the identity of the employee(s) or Third Party(ies) raising the concerns and detailed information about the concerns, which shall be enclosed in a sealed envelope bearing “Private and Confidential – For the Addressees ONLY”.
- 4.6 The Company does not encourage anonymous whistle-blowing, which makes it difficult for the Company to follow up and obtain more information to reach a correct judgment.
- 4.7 The Chairman of the Board or the Audit Committee (as the case may be) will review the concerns and complaints and decide on appropriate investigation or arrangement.

5. Investigation Procedures

- 5.1 A confirmation notice will be sent by the Company within 5 working days from the date of receipt of the whistle-blowing information.
- 5.2 The Company will assess each matter reported to decide whether a comprehensive investigation is needed. The Company will, on a case-by-case basis, designate an individual with a responsible post in the Company and the General Manager of the Internal Audit Department as investigators or set up a special committee for the purpose of carrying out investigations on relevant incidents.
- 5.3 The form and period of an investigation will vary, depending on the nature, complexity and special circumstances of individual incidents.
- 5.4 During the investigation, the employee or Third Party raising the concerns will be required to provide more information.

- 5.5 (a) An investigation report will be submitted, together with recommendations on changes or improvements (if any) to the Chairman of the Board, who will review the investigation report and approve the handling suggestions and rectification measures. The Company will submit the investigation report and the handling result to the Audit Committee and the Board for review on a quarterly basis.
- 5.5 (b) If a concern involves any member of the Board or serious circumstances, an investigation report will be submitted, together with recommendations on changes or improvements (if any) to the Audit Committee, which will review the investigation report and make recommendations (as appropriate) to the Board for approving the handling suggestions and rectification measures.
- 5.6 The employee or Third Party raising the concerns will receive a written notice on the investigation result.
- 5.7 If unsatisfied with the result, the employee or Third Party may re-submit his/her concerns to the Chairman of the Board or the Audit Committee, as the case may be.
- 5.8 If justified, the Company will conduct another investigation.
- 5.9 If the investigation results indicate misconduct by an employee, we will take serious disciplinary and corrective action based on the severity of the situation. These measures may include verbal and written warnings, fines, and even termination of employment, as deemed necessary.
- 5.10 If the investigation report indicates any potential involvement of a criminal offence, the Company, after consulting with its legal advisor, will decide whether it is necessary to refer such report to relevant authorities such as the Hong Kong Police Force, the Independent Commission Against Corruption and the Securities and Futures Commission so as to make further appropriate actions. Upon referral of the report to the relevant authorities, the Company cannot take further actions in relation to the report, including informing the employee or Third Party of the referral.

6. Confidentiality

- 6.1 The Company will make every effort to process all whistle-blowing matters to which this policy is applicable in a highly confidential manner. Without prior consent of the employee or Third Party, the Company will not disclose the identity of the whistle-blower/complainant employee/Third Party, unless the Company is required to disclose the identity and other information of the employee or Third Party as required by law.
- 6.2 The identity of the employee / Third Party making the report and complaint will not be disclosed without such employee's / Third Party's consent, unless the

Company is legally obliged to reveal the employee's / Third Party's identity and other information. Once sufficient information has been gathered, the case will be submitted directly to the Chairman of the Board or the Audit Committee (as the case may be) to protect the whistleblower's identity.

7. Anonymous Reports

As the Company takes reporting of misconducts, malpractices, and irregularities seriously and wants to conduct warranted investigations of both potential and actual violations, it is preferred that these reports are not made anonymously. However, it is recognised that for any number of reasons, employees or Third Parties may not feel comfortable reporting potential violations directly to the aforementioned General Manager. In these cases, anonymous reports may be submitted to the Audit Committee.

8. False Allegation and Report

- 8.1 When raising concerns under the policy, the employees or Third Parties shall exercise prudence in ensuring information accuracy.
- 8.2 The employees or Third Parties acting in good faith will not be dismissed or subject to other disciplinary action over their inaccurate whistle-blowing.
- 8.3 The employees or Third Parties will be subject to disciplinary action, including possible dismissal, for any false and malicious allegation made intentionally. Employees may be subject to legal action in the event of any violation of the law.

9. Training

The Company will provide trainings for all employees, specifically targeting various forms of inappropriate behaviour mentioned in section 3.1(b), including discrimination and harassment in the workplace, fraud and impairment of the Company's reputation.

10. Effective Date

This policy has come into effect since 19 March 2012 and amended with effect from 26 March 2021, 30 March 2023 and 26 October 2023.

If you wish to raise any concerns regarding suspected impropriety, malpractice, or misconduct within the Company, including financial reporting, internal controls, or other matters, please contact us through any of the following channels:

By email: GDIJS@gdi.com.hk

By post: 28/F & 29/F, Guangdong Investment Tower,
148 Connaught Road Central, Hong Kong

By phone: 852-28604387

(9:00 AM - 12:00 PM, 2:00 PM - 6:00 PM on business days)

- The personnel responsible for receiving reports is the commissioner of anti-corruption of the Company.
- Your identity and all reports of improper conduct will be kept confidential.
- Please provide real names and contact information in reporting improper conduct.