

# Wing Tai Properties Limited

(Incorporated in Bermuda with limited liability)  
(Stock Code: 369)  
(the “Company”)

## Whistleblowing Policy (this “Policy”)

(Amended and Approved by the Board on, and with effect from, 8 December 2022)

### 1. Introduction and Purpose

The Company and its subsidiaries (the “Group”) is committed to achieving and maintaining the highest standards of openness, probity and accountability. Employees of the Group at all levels (the “Employees”) and independent third parties dealing with the Group (the “Third Parties”) are expected to conduct themselves with integrity, impartiality and honesty. It is in the interest of the Group to ensure that any inappropriate behaviour or organizational malpractice compromising the interest of the shareholders and customers of the Group will not occur. It is also critical to maintain a good corporate image and raise the standard of corporate governance of the Group. To this end, the Company has formulated this Policy.

The purpose of formulating this Policy is to increase the awareness of maintaining internal corporate justice and regard this as a kind of internal control mechanism. This Policy provides the Employees and the Third Parties with reporting channels and guidance on whistleblowing.

### 2. Scope

This Policy shall be applied to the Employees as well as the Third Parties.

### 3. Policy

The term “Whistleblowing” refers to a situation where an Employee or a Third Party decides to report serious concerns about any misconduct, malpractice or irregularity that, according to his/her knowledge or genuine suspicion, the Group has been or may become involved in. The term “Whistle-blowers” refers to the Employees or the Third Parties who have reported such concerns.

This Policy is designed to encourage the Employees and the Third Parties to raise serious concerns, in a responsible and effective manner. The content of this Policy is applicable to all of the Employees and the Third Parties whether they are based in Hong Kong or elsewhere.

#### **4. Types of Misconduct, Malpractice and Irregularity**

The suspected, actual or threatened activities covered by this Policy include but are not confined to:

- Breach of legal or regulatory requirements
- Criminal offences, breach of civil law and miscarriage of justice
- Conflict of interest
- Malpractice, impropriety or fraud relating to internal controls, accounting, auditing and financial matters
- Endangerment of the health and safety of an individual
- Damage caused to the environment
- Violation of the rules and regulations or the rules of conducts of the Group (include but are not confined to those set out in the “Code of Conduct and Discipline at Work” set out in the Staff Handbook)
- Improper conduct or unethical behaviour likely to prejudice the standing of the Group
- Deliberate concealment of any of the above

#### **5. Protection and Confidentiality**

It is the Group’s policy to make every effort to keep the identity of any Whistle-blower confidential. However, there may be circumstances (for instance, an investigation of the matter concerned leads to legal proceedings being initialled) in which the Group may be required or legally obliged to reveal the identities of the Whistle-blowers. In such event, the Group will endeavour to inform the Whistle-blowers that their identities are likely to be disclosed and the Group will take all reasonable steps to ensure that the Whistle-blowers suffer no detriment. The Whistle-blowers are assured of protection against dismissal, victimisation or any form of reprisal for any genuine and good faith reports made under this Policy, even if the reports are subsequently proved to be incorrect or unsubstantiated. Harassment or victimization of any Whistle-blower acting in good faith will be treated as gross misconduct, which if proven, may result in dismissal.

#### **6. Untrue Allegations**

In making reports, the Whistle-blowers should exercise due care to ensure the accuracy of the information disclosed by them. Regardless whether or not the allegations made by them are proven to be true, the Whistle-blowers will not be at risk of suffering any form of retribution provided that they are acting in good faith and in a reasonable manner. On the other hand, the Group reserves the right to take appropriate actions against the Whistle-blowers who are proven to raise false and malicious allegations deliberately.

## 7. Acknowledgement and Recognition

The Group places great value upon creating an environment where the Employees would maintain the highest standard of ethics, honesty, openness and accountability. The Group recognizes that it requires courage and personal quality such as righteousness, loyalty and impeccable integrity for an Employee or a Third Party to step out and blow the whistle. These personal qualities and positive behaviours demonstrated by the Whistle-blowers are well acknowledged by the Group and will be taken into consideration, among others, for their career opportunities and advancement.

## 8. Procedure

### 8.1. Reporting Channel

Any Employee who has a legitimate concern about malpractice should inform the head of his/her division/department. The latter should then raise the matter with the Head of the Internal Audit Department who will then raise the matter with the Chief Executive.

If the concern involves any heads of any divisions/departments of the Group, or if the Whistle-blowers for any reasons would prefer the heads of the relevant divisions/departments not to be informed, they may raise the matter direct with the Head of the Internal Audit Department who will then raise the matter with the Chief Executive.

If the Whistle-blowers for any reasons would prefer not to raise the concern with the Head of the Internal Audit Department, they may take the matter direct to the Chief Executive.

The Chief Executive will review the matter and decide the way in which the investigation should proceed.

If the Whistle-blowers for any reasons would prefer not to raise the concern with the Chief Executive, they may take the matter direct to the Chairman of the Audit Committee. The Chairman of the Audit Committee will review the matter and decide the way in which the investigation should proceed.

### 8.2 Reporting Format

Whistleblowing reports may be made in person or in writing. If the report is made in writing, the same should be sent to the heads of the relevant divisions/departments, the Head of the Internal Audit Department, the Chief Executive or the Chairman of the Audit Committee as appropriate at 27th Floor, AIA Kowloon Tower, Landmark East, 100 How Ming Street, Kwun Tong, Kowloon, Hong Kong, in a sealed envelope clearly marked "Urgent, Private and Confidential – To be Opened by Addressee" to ensure the confidentiality.

**The Whistle-blowers are required to put their names in any reports they make. Anonymous complaints would usually not be considered.**

The Internal Audit Department, the Chief Executive, the Chairman of the Audit Committee or the person designated to investigate the matter will write to the Whistle-blower whenever reasonably practicable:

- acknowledging that the concern has been received;
- advising whether any initial enquiries have been made, and whether further investigations will take place, and if not, why not;
- giving an estimate of how long the investigation will take; and
- advising the Whistle-blower of the outcome in due course subject to legal constraints or confidentiality/privacy of other Employees.

A summary of the matters, if of significance, raised by the Whistle-blowers together with the investigation findings and recommendations for change (if appropriate) will be produced to the Audit Committee by the Head of the Internal Audit Department or the person designated by the Chairman of the Audit Committee in the event that the Head of Internal Audit Department is the subject of investigation.

### **8.3 Investigation**

The format and the length of an investigation will vary depending upon the nature and particular circumstances of each report or concern made. The matters raised may:

- be investigated internally;
- be referred to the Independent Commission Against Corruption, Hong Kong Police Force, the Security and Futures Commission or the relevant regulatory bodies/authorities in other jurisdictions;
- be referred to the external auditor; and/or
- form the subject of an independent inquiry.

The Group will take it as a serious disciplinary offence for any person to seek to prevent a communication of malpractice concern from reaching any of the targeted recipients or to impede any investigation of the matter.

In the event that evidence is available showing that any criminal activities, any activities on solicitation and acceptance of advantages or any breaches of legal and regulatory requirements have been occurred, the party responsible for the internal investigation may report the matter to the relevant public or regulatory bodies such as the Independent Commission Against Corruption, the Security and Futures Commission or relevant regulatory bodies/authority in other jurisdictions.

**9. Interpretation, Enforcement and Amendment of this Policy**

The board of directors of the Company is responsible for the interpretation and the supervision of this Policy.

Any amendment to this Policy must be reviewed and approved by the board of directors of the Company.