



JINHUI HOLDINGS COMPANY LIMITED

金輝集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 137)

Whistleblowing Policy

1. Objectives

Jinhui Holdings Company Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) is committed to achieving and maintaining the highest standards of transparency, integrity, openness, probity, and accountability. The Group has an established reporting channel through which employees and stakeholders of the Group can raise any concerns, in confidence and anonymity, about actual or suspected fraud, misconduct, malpractice or irregularities in any matters related to the Group. This Whistleblowing Policy (the “Policy”) aims to provide details and guidance to whistleblowers on the reporting of the possible whistleblowing matters to the Group.

2. Scope

The Policy applies to all employees (full time and part time) of the Group and/or any other parties with a business relationship with the Group.

The Policy is designed to enable employees and stakeholders of the Group to express their concerns and to disclose information which the whistleblower believes to be an indicator of malpractice, misconduct or impropriety. These concerns include but are not limited to:

- ◆ Failure to comply with legal or regulatory obligations;
- ◆ Criminal or illegal activities;
- ◆ Dangers to Health & Safety of an individual or the environment;
- ◆ Financial malpractice or impropriety or fraud;
- ◆ Improper conduct or unethical behaviour;
- ◆ Violation of the rules and regulations of the Group, including any unjust or fraudulent behaviour, such as corruption/bribery/embezzlement etc.;
- ◆ Any violent behaviour or harassment; and
- ◆ Deliberate concealment of any of the above.

3. Reporting Channel

Whistleblower can make a report in person or in writing by using the reported form as set out in Appendix A. The report should provide detailed background, reasonable doubts, specific information and evidence, and personal point of view of the matter. In making a report, the whistleblower should exercise due care to ensure the accuracy of the information stated in the reported form. Once the report is submitted, the content will be treated in strict confidence.

3.1 Reporting channel for the employees of the Group

Whistleblower is encouraged to raise concerns by completing the reported form provided in Appendix A and the report should be addressed to the Department Head of the whistleblower. Should the concerns involve the Department Head or an Executive Director, the report should be addressed to the Chairman of the Audit Committee (via the Company Secretary). All written reports should be sent to the following address by post or by hand:

- ◆ Department Head of the whistleblower or
The Chairman of the Audit Committee
Jinhui Holdings Company Limited
26th Floor, Yardley Commercial Building,
1-6 Connaught Road West,
Hong Kong
(Marked “Strictly Confidential” in a sealed envelope)

3.2 Reporting channel for outsiders

Whistleblower can complete the reported form provided in Appendix A and the report should be addressed to the Chairman of the Audit Committee directly (via the Company Secretary). All written reports should be sent to the following address by post:

- ◆ The Chairman of the Audit Committee
Jinhui Holdings Company Limited
26th Floor, Yardley Commercial Building,
1-6 Connaught Road West,
Hong Kong
(Marked “Strictly Confidential” in a sealed envelope)

3.3 All whistleblowing reports shall be maintained in the whistleblowing register which contains all the information provided by the whistleblowers to substantiate the cases.

3.4 The Group and its Board of Directors should also consider the option of making disclosures to the relevant regulatory bodies, if necessary.

4. Anonymous Reporting

The Group encourages the whistleblower to identify himself/herself. However, the Group understands the whistleblower may choose not to reveal his/her identity due to concerns he/she may have. The Group wishes to point out that anonymous reports will make investigation more difficult and the truth cannot be easily revealed.

5. Protection

The Group will make every effort to protect the whistleblowers and assure them of fair treatment, including protection against unfair dismissal, victimization or unwarranted disciplinary action, even if the concerns raised were found to be unsubstantiated.

6. Confidentiality

The Group will keep the whistleblower's identity confidential. The personal information (including personal opinion, identity of the suspect, and evidential information regarding the reported incident, etc.) will be kept in strict confidence. The Group will contact the whistleblower to understand the alleged matter before conducting an investigation. During the investigation, the whistleblower will be advised in advance if his/her identity may be required to be disclosed by the relevant regulatory or enforcement authority. Under certain circumstances, the Group may seek external assistance. Whether the alleged matter can be established or not, the Group will not tolerate harassment, suppression or ostracism of any kind to be brought on to the whistleblower by the person under investigation and will take disciplinary action against the violator including dismissal.

In order not to jeopardize the investigation, the whistleblower must not disclose any information regarding the whistleblowing report, the nature of the concerns and the identities of the parties involved to any third parties.

7. Investigations

7.1 Upon receipt of the report, an acknowledgement receipt will be sent to the whistleblower as soon as practicable. The Department Head of the whistleblower or the Company Secretary or the Chairman of the Audit Committee will assess every report and determine how the investigation should proceed.

- 7.2** Depending on the parties involved in the whistleblowing report, the Chairman of the Audit Committee may then appoint investigating officers who are not connected to the reported incident to form an independent investigation committee to follow up on the whistleblowing report. In a reasonable span of time, the independent investigation committee will submit an investigation report for review and make recommendations to the senior management of the Group. The senior management of the Group will then decide whether it is necessary to submit the case to the Audit Committee for further processing.
- 7.3** The investigator should ensure the investigations are undertaken within the shortest possible time, without affecting the accuracy and reliability of the result of the investigations.
- 7.4** After investigations, the actions to be taken by the Group may include disciplinary action, termination of employment or prevention action. If the investigation report proves that the incident involves serious or criminal offence, the Audit Committee will directly report it to the Board of Directors of the Company and if necessary, the case will be reported to the relevant government department or law enforcement body.
- 7.5** The outcome of the investigation will be sent to the whistleblower in writing.
- 7.6** When the investigation is completed and the case is confirmed to be unfounded, the whistleblower who makes the allegation in good faith will be notified of such, and no action will be taken against that individual. On the other hand, if an individual is found to be making malicious or vexatious allegations, and especially if he or she persists with making them, disciplinary action may be taken against that individual, including dismissal, where appropriate.
- 7.7** When the investigation is completed, and the case is confirmed to be true, the whistleblower will be notified of such, and the senior management of the Group will:
- ◆ Rectify the flaw to prevent recurrence of similar problem;
 - ◆ Appropriate disciplinary action, including dismissal, will be taken against the violator in accordance with the severity of the case;

7.8 In accordance with the severity of the case, a summary report that includes policy recommendations on the rectification of the flaw will be submitted to the Audit Committee and the Board of Directors for their consideration and final decision.

8. Malicious False Reports

The Group will not tolerate any false reports made maliciously, with ulterior motives, or for personal gain, causing defamation to others. Once it is proven that the report was a wilful misrepresentation, the employee will face severe disciplinary action, including dismissal.

9. Approval and review of this Policy

The Board of Directors, Audit Committee and Company Secretary of the Company will conduct regular meetings to review this Policy.

This Policy has been approved by the Board of Directors of the Company. Any subsequent amendments or updates of this Policy shall be reviewed by the Audit Committee and approved by the Board of Directors.

(This Policy was approved by the Board of Directors on 22 December 2023)

JINHUI HOLDINGS COMPANY LIMITED

Whistleblowing Report Form
(STRICTLY CONFIDENTIAL)

To: The Chairman of the Audit Committee / Department Head of _____*
Jinhui Holdings Company Limited
26th Floor, Yardley Commercial Building,
1-6 Connaught Road West,
Hong Kong

Please provide the following details to report a whistleblowing concern:

| | |
|---|---------------------|
| Your Name/Contact Telephone Number and Email We encourage you to provide your name with this report. Concerns expressed anonymously are much less powerful but they will be considered as far as practicable. | Name: |
| | Address (optional): |
| | Tel No.: |
| | Email: |
| | Date: |
| The names of persons involved (if known): | |
| Details of concerns: Please provide full details of your concerns: names, dates and places and the reasons for the concerns (continue on separate sheet if necessary) together with any supporting evidence. | |

Signature: _____

**Delete whichever does not apply*