



# Poly Property Group Co., Limited

## 保利置業集團有限公司

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 00119)**

### WHISTLEBLOWING POLICY

*(Policy amended in December 2024)*

#### I. Purpose

1. Poly Property Group Co., Ltd. (the "**Company**") is committed to fostering and maintaining high standards of business ethics and corporate governance. We value our important relationships with employees, customers, and suppliers, and focus on creating long-term value for all stakeholders.
2. The purpose of this Whistleblowing Policy (the "**Policy**") is to require employees and encourage third parties to report suspected or actual misconduct concerning the Company and its subsidiaries (collectively, the "**Group**"), including their respective directors, senior management, employees, suppliers, contractors, agents, and other third parties associated with the Group.
3. The Company also encourages its joint ventures and associated companies to establish whistleblowing policies similar to this Policy.

#### II. Whistleblowing and Misconduct

1. "**Whistleblowing**" refers to the act of reporting by individuals or third parties (each a "**Whistleblower**") who, in good faith and with reasonable grounds, believe that persons representing or acting on behalf of the Group have engaged, are engaging, or intend to engage in illegal, improper, or unethical conduct that violates applicable laws, regulations, or the Group's disclosed policies and practices.

2. Misconduct includes improper, fraudulent, and unethical actions, including but not limited to:
  - (1) illegal actions or practices that violate any applicable laws, regulations, or codes of conduct
  - (2) fraud or corruption;
  - (3) misappropriation of company property;
  - (4) misleading or deceptive conduct (including false statements) leading to improper, misleading, or non-compliant accounting, financial reporting, and/or internal control practices;
  - (5) violations of any group policies, including but not limited to the code of conduct;
  - (6) actions or omissions that may endanger the health and safety of others or cause serious environmental damage;
  - (7) taking harmful, discriminatory, or retaliatory actions against whistleblowers who report under this Policy; and
  - (8) intentional concealment or omission of information related to the above actions.
  
3. Personal grievances, such as bullying, harassment, and discrimination, are outside the scope of this Policy and should be handled by the Human Resources Department. If a whistleblowing complaint is found to be a personal grievance during the investigation, it will be referred to the Human Resources Department in accordance with this provision.

### **III. Protection of Whistleblowers**

1. The Company is committed to ensuring that all individuals who make reports in good faith under this Policy are treated fairly and are protected from unfair dismissal, harm, or unreasonable disciplinary action. "**Good faith**" means that the Whistleblower has reasonable grounds to believe that the reported content is true and reports honestly, not for personal gain or other malicious motives.

2. The Company must ensure that Whistleblowers feel secure and can report without fear of retaliation. Any harassment, harm, or retaliation against Whistleblowers will be considered misconduct. Once confirmed, the Company will take disciplinary action. The Company does not tolerate retaliation or adverse treatment against Whistleblowers who report in good faith, nor does it tolerate adverse employment treatment (e.g., demotion or unjustified transfer).

#### **IV. Supervision and Enforcement**

1. This Policy has been approved by the Board of Directors.
2. The Board of Directors authorizes the Audit Committee to take full responsibility for this Policy, including overseeing and reviewing its implementation and effectiveness, and ensuring that the Company conducts fair and independent investigations and takes appropriate actions regarding such matters.
3. The Audit Committee delegates the Internal Audit Department to manage and enforce the daily operations of this Policy. The General Manager of the Internal Audit Department will properly record all reports/complaints received and report them annually to the Audit Committee. Additionally, any reports that may have a significant impact on the Group should be promptly reported to the Audit Committee.

#### **V. Confidentiality**

1. The identities of Whistleblowers and any individuals mentioned in the reports will be protected, and any disclosed information should not harm the interests or reputation of the parties involved as far as practicable.
2. The Company will make every effort to keep the Whistleblower's identity confidential. Except as required by law or regulation, or when the Company refers the case to relevant regulators or law enforcement authorities, all information provided by the Whistleblower will be kept confidential.
3. Except as required by law or regulation, Whistleblowers must also maintain confidentiality regarding the fact of the report, the nature of the misconduct,

and the identities of the involved parties to avoid hindering the investigation.

## **VI. Reporting Methods**

1. While the Company does not expect Whistleblowers to have all the evidence for the misconduct reported in good faith, for the purpose of following up on the report and conducting subsequent investigations, Whistleblowers should provide details of the suspected or actual misconduct, including the incidents, behaviors, activities, names, dates of occurrence, locations, and other relevant information. Any evidence or supporting documents should also be provided.
2. All whistleblowing complaints must be submitted in writing. Whistleblowers can personally deliver, mail, or email the relevant written reports and supplementary information to the General Manager of the Company's Internal Audit Department at the following contact details:  
General Manager of the Internal Audit Department  
Poly Property Group Co., Ltd.  
Room 2503, Tower 1, Admiralty Centre, 18 Harcourt Road, Hong Kong  
Email: [whistleblowing@polyhongkong.com.hk](mailto:whistleblowing@polyhongkong.com.hk)
3. To ensure confidentiality, whistleblowing complaint letters should be sealed and clearly marked "Private and Confidential – To be opened by the addressee only."
4. Any business unit within the Group that receives reports of the above types of misconduct, fraud, or violations should forward the reports to the General Manager of the Company's Internal Audit Department, who will handle such reports in the same manner as specified in this Policy.
5. If the whistleblowing complaint involves the General Manager of the Company's Internal Audit Department, the Whistleblower may choose to report directly to the Chairman of the Audit Committee or the Managing Director.

## **VII. Anonymous Reporting**

1. The Company encourages Whistleblowers to provide their names and contact details to clarify the reported content or obtain further information when necessary. However, the Company understands that, in some cases, Whistleblowers may not wish to reveal their identities. In these circumstances, Whistleblowers may make an anonymous report, but the ability to investigate the allegations or follow up with the Whistleblower may be severely limited.
2. Based on factors such as the severity and credibility of the incident, the feasibility of conducting a follow-up investigation, and fairness to the reported individual, the Company will consider whether to take further action on anonymous reports.

### **VIII. False Allegations**

1. When making whistleblowing complaints, whistleblowers should exercise due diligence to ensure the accuracy of the information. Provided that whistleblowers act in good faith and reasonably, they will not be subject to any form of disciplinary action, even if the information provided is inaccurate.
2. If a Whistleblower makes a false report maliciously or for personal gain, the Company reserves the right to take appropriate action, including referring the matter to law enforcement authorities and seeking compensation for any losses or damages caused by the false report. If the Whistleblower is a relevant party, such as an employee, they may face disciplinary action, including dismissal (if applicable).”

### **IX. Investigation Procedures**

1. All reports will be submitted to the Company's Internal Audit Department.
2. Depending on the nature of the reports received, the Company's Internal Audit Department will conduct a preliminary review based on the information provided by the Whistleblower to understand the allegations. All preliminary assessments will be reported to the General Manager of the Company's Internal Audit Department to decide whether to conduct further detailed investigations.
3. Where appropriate, the Company will seek advice from internal or external legal counsel and/or the Human Resources Department and relevant

departments.

4. The findings of the Group's Internal Audit Department, together with proposed corrective actions, will be documented and submitted to senior management where appropriate. The General Manager of the Internal Audit Department will report annually to the Audit Committee. If the whistleblowing complaint involves highly sensitive matters (e.g., fraud or misconduct by senior management), the General Manager of the Internal Audit Department will seek guidance from the Chairman of the Audit Committee before taking any follow-up actions.
5. Any individual who has an actual or potential conflict of interest in handling whistleblowing complaints and investigation procedures should recuse themselves from the entire investigation process.
6. Where appropriate, the Company will provide feedback to the Whistleblower regarding the outcome of the investigation.
7. If the Company, after considering the facts obtained, believes that a criminal offense may be involved, it will seek legal advice to determine whether to refer the matter to the appropriate authorities for further action. Follow-up actions will be taken as necessary.
8. Individuals found to be involved in misconduct will face disciplinary action, including dismissal. If the case involves suspected corruption or other criminal offenses, the Company will report to the appropriate authorities in the relevant country as deemed appropriate.
9. All whistleblowing reports will be recorded in the complaint register of the Group's Internal Audit Department. The register includes the following information:
  - (1) Source of the report;
  - (2) Brief description of the reported content;
  - (3) Dates of receipt, review, and closing of the report;
  - (4) Preliminary assessment and investigation results (if further detailed investigation is decided).

## **X. Retention of Records**

1. After completing detailed investigations (if applicable) or closing a case, the Company will retain all records of reports or complaints (including any investigation outcomes) for no longer than seven years.
2. All whistleblowing reports and associated information will be securely stored in compliance with the principles outlined in the Personal Data (Privacy) Ordinance (Cap. 486).

## **XI. Policy Review**

1. This Policy takes effect from the date of approval by the Board of Directors. The Audit Committee is responsible for periodically reviewing this Policy, and the Internal Audit Department is responsible for the daily administration of this Policy.
2. This Policy will be amended from time to time. The version posted on the Company's website is the latest authoritative version of this Policy.