



中國華君集團有限公司
CHINA HUAJUN GROUP LIMITED

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(Incorporated in Bermuda with limited liability)

(Stock Code: 377)

WHISTLEBLOWING POLICY

舉報政策

1. INTRODUCTION 引言

- 1.1. China Huajun Group Limited (the “**Company**”) is committed to achieving and maintaining the highest standards of openness, probity and accountability. This policy applies to the Company and its subsidiaries (collectively the “**Group**”).

中國華君集團有限公司（「**本公司**」）致力秉持公開、正直及問責的最高標準。本政策適用於本公司及其附屬公司（統稱「**本集團**」）。

- 1.2. This policy aims to encourage employee of the Group and related third parties (e.g. customers, suppliers, etc., who deal with the Company) (the “**Third Parties**”) to raise concerns, in confidence, about misconduct, malpractice or irregularities in any matters in relation to the Group.

本政策旨在鼓勵本集團員工及相關第三方（例如：客戶、供應商等與本公司有往來之人士）（「**第三方**」），在保密情況下，對任何與本集團事務有關的不當行為、舞弊及違規情況表達關注。

2. GENERAL POLICY 一般政策

- 2.1. “**Whistleblowing**” refers to a situation where an employee or a Third Party decide to report serious concerns about any suspected misconduct, malpractice or irregularity. This policy is intended to encourage and assist Whistleblowers to disclose information relevant to suspected misconduct, malpractice or irregularity through a confidential reporting channel.

「**舉報**」是指員工或第三方為表嚴重關注而決定舉報任何懷疑不當行為、舞弊及違規情況。本政策旨在鼓勵和協助舉報者透過保密的舉報渠道，披露有關懷疑不當行為、舞弊及違規情況的資料。

- 2.2. The Company will handle all reported cases with care and will treat the Whistleblower’s concerns fairly and properly.

本公司將審慎處理有關舉報，並會公平、恰當地處理舉報者的疑慮。

3. MISCONDUCT, MALPRACTICE OR IRREGULARITY 不當行為、舞弊及違規情況

3.1. Activities that constitute misconduct, malpractice or irregularity may include, but not limited to the following:

舉報事項包括但不限於以下不當行為、舞弊及違規事項：

- a. a failure to comply with any legal obligations or regulatory requirements;
不遵守法律責任或監管規定；
- b. criminal offences, breach of civil law and miscarriage of justice;
刑事罪行、違反民事法及不公正判決；
- c. malpractice, impropriety or fraud relating to internal controls, accounting, auditing and financial matters;
內部監控、會計、審計及財務事項上的不良、不當或欺詐行為；
- d. misuse or misappropriation of the Group's assets or resources;
濫用或挪用本集團資產或資源；
- e. danger to the health and safety of any individual;
危害他人的健康及安全；
- f. damage to the environment;
破壞環境；
- g. violation of the policies or guidelines of the Group;
違反本集團的政策或指引；
- h. improper use or leakage of confidential or commercially sensitive information;
不當使用或洩露機密或商業敏感資料；
- i. improper conduct or unethical behaviour likely to prejudice the reputation or standing of the Group;
可能損害本集團名聲或地位的不當操守或不道德行為；
- j. bribery or corruption; and/or
賄賂或貪污；及／或
- k. deliberate concealment of any of the above.
蓄意隱瞞以上任何一項。

4. PROTECTION 保障

- 4.1. Persons making genuine and appropriate complaints under this policy are assured of fair treatment. In addition, employees of the Group are also assured of protection against unfair dismissal, victimization or unwarranted disciplinary action, even if the concerns raised turned out to be unsubstantiated.

本政策確保所有作出如實恰當投訴之人士將獲公平對待。此外，即使指出的疑慮最終無法得到證實，本集團亦將確保員工不會受到不公平解僱、傷害或不當的紀律處分。

- 4.2. The Group reserves the right to take appropriate actions against anyone (employees or Third Party) who initiates or threatens to initiate retaliation against those who have raised concerns under this policy. In particular, employees who initiate or threaten retaliation will be subject to disciplinary actions, which may include summary dismissal.

若有人（員工或第三方）對根據本政策提出舉報的人士進行報復或威脅報復，本集團有權向其採取適當的行動。任何報復或威脅報復的員工將受到紀律處分，或包括即時解僱。

5. CONFIDENTIALITY 保密

- 5.1. The Group will make every effort, within its capacity to do so, to keep a Whistleblower's identity confidential. However, there may be circumstances where, due to the nature of the investigation, it will be necessary to disclose the Whistleblower's identity. If such circumstances exist, the Group will endeavor to inform the Whistleblower that his or her identity is likely to be disclosed.

本集團在能力範圍內將致力確保舉報者的身份得到保密。但在某些情況下，基於調查的性質，則有必要披露舉報者的身份。若出現這等情況，本集團將盡力在事前通知舉報者其身份有可能被披露。

- 5.2. Should an investigation lead to a criminal prosecution, it may become necessary for the Whistleblower to provide evidence or be interviewed by relevant authorities.

若調查發展為刑事訴訟，舉報者須提供證據或接受有關當局調查。

- 5.3. In order not to jeopardize the investigation, the Whistleblower is also required to keep confidential the fact that a report has been made, the nature of the impropriety concerned and identities of those involved, unless required to disclose such information by law or regulation.

除按照法律或法例的規定進行披露，否則舉報者亦必須對已作出舉報一事、舉報事宜的性質、以及相關人士的身份保密，以免妨礙調查。

6. REPORTING CHANNELS 舉報渠道

- 6.1. The Whistleblower should make his/her report to Human Resources & Administration Department by the following ways:

舉報者可透過以下方法向行政及人力資源部門提出提交報告：

- a. Email: whistleblower@chinahuajungroup.com

電郵： whistleblower@chinahuajungroup.com

b. Mail: (marked as “Confidential”)

Human Resources & Administration Department

China Huajun Group Limited

Room 903-905, 9/F,
Shui On Centre
6-8 Harbour Road,
Wanchai, Hong Kong

郵寄：（註明「機密文件」）

行政及人力資源部

中國華君集團有限公司

香港灣仔港灣道 6-8 號

瑞安中心 9 樓 903-905 室

6.2. To facilitate the handling of the reports, a standard template (Whistleblowing Report Template) is attached in Appendix 1 of this policy for reference.

為方便本集團處理舉報，舉報者可參考本政策附錄一的標準樣本—「舉報表格樣本」。

6.3. Although the Group does not expect the Whistleblower to have full evidence of the impropriety reported, to facilitate the handling of the reports and any subsequent investigations, reports made under this policy should include full details of the impropriety concerned, including relevant names dates and places, and the reasons for the concerns. Any available supporting evidence or documents should also be provided.

雖然本集團並不期望舉報者就舉報的不當行為具備充分證據，但為方便處理及跟進舉報，舉報者應就不當行為提供詳情（包括有關姓名、日期及地點，以及疑慮的原因），以及任何證據或證明文件。

7. INVESTIGATIONS 調查

7.1. Human Resources & Administration Department will acknowledge receipt of a written report to the complainant when the report is not anonymous.

行政及人力資源部門將以書面形式確認收到實名舉報者的有關事宜。

7.2. Upon receipt of a report, Manager of Human Resources & Administration Department will evaluate the validity and relevance of the concerns raised, and decide if a full investigation is necessary. The format and length of an investigation will vary depending upon the nature and particular circumstances of each report made. The matters raised may:

當收到舉報，行政及人力資源部門經理將評估舉報事項的真偽和相關程度，以決定是否需要展開全面調查。調查之形式及所需時間將視乎舉報之性質及個別情況而定。所提出之舉報可能：

- a. be investigated internally;
作內部調查；
- b. be referred to the external auditors;
轉介至外聘核數師；
- c. be referred to the relevant public bodies or regulatory law enforcement authorities; and/or
轉介至相關公共機構、監管機構或執法機構；及 /或
- d. form the subject of any actions as audit committee of the Company (the “**Audit Committee**”) may determine in the best interest of the Group.

在符合本集團最佳利益之前提下，由本公司的審核委員會（「**審核委員會**」）決定作出之任何其他行動。

- 7.3. A decision regarding whether to investigate may depend on the availability of sufficient information. Human Resources & Administration Department reserve the right to request further information from the complainant on the allegation submitted. When the decision is not to investigate further due to lack of sufficient information and the report is not anonymous, the complainant will be informed by Human Resources & Administration Department of such a decision.

關於決定是否進行調查，取決於是否有足夠的資料。行政及人力資源部門有權要求舉報者提供進一步有關指控的資料。當基於缺乏足夠的資料而決定不進行調查，行政及人力資源部門會通知實名舉報者有關決定。

- 7.4. If there is sufficient evidence to suggest that a case of possible criminal offence or corruption exists, the matter will be reported by the Human Resources & Administration Department to the relevant local authorities (e.g., the Independent Commission Against Corruption in Hong Kong). Please note that once the matter is referred to relevant authorities, the Group will not be able to take further action on the matter.

若有足夠證據顯示舉報事件可能涉及刑事罪行或貪污情況，有關事宜將由行政及人力資源部門向當地的有關當局（例如：香港廉政公署）舉報。事件一旦轉介到有關當局，本集團將不能再就事件採取進一步行動。

- 7.5. Upon completion of the investigation, a report, including its impact and action plan, as applicable, will be prepared without revealing the identity of the Whistleblower. For confirmed violations of principles of ethics, the normal process is for the responsible line management (with the assistance of Human Resources representatives) to determine what disciplinary action is appropriate. After review by the Audit Committee, a recommendation will be made to the board of directors of the Company for final decision on the actions required.

於調查完成後，將編製一份不公開舉報者身份的詳細報告，內容包括其影響及行動計劃（如適用）。若該舉報證實違反道德原則，正常程序是由負責的管理層（在人力資源代表協助下）決定適當的紀律處分及其他適當行動。經審核委員會進行檢閱後，有關建議將呈交董事會，以便作出最終決定。

- 7.6. The Whistleblower will be informed of the final results of the investigation, wherever reasonably practicable.

在合理可行情況下，舉報者將獲悉調查之最終結果。

8. ANONYMOUS REPORT 匿名舉報

- 8.1. Whistleblower is strongly encourage to provide their names and contact details, so that clarification of the report made or further appropriate information can be obtained directly from him/her, where required. However, it is recognized that in some cases, Whistleblower may not feel comfortable identifying himself/ herself. In these case, anonymous reports may be submitted.

本集團鼓勵舉報者提供他們的姓名和聯絡資料，以便有需要時直接向他們澄清舉報內容或索取進一步的資料。然而，我們理解在某些情況下，舉報者不願意表明身份。此情況下，舉報者可作匿名舉報。

9. FALSE REPORTS 失實舉報

- 9.1. If a Whistleblower makes a false report maliciously, with an ulterior motive, or for personal gain, the Group reserves the right to take appropriate actions against anyone to recover any loss or damage as a result of the false report. In particular, employees may face disciplinary action, including dismissal where appropriate.

若有人因別有用心或為謀取私利而惡意作出失實舉報，本集團保留向任何人採取適當行動的權利，以追討失實舉報所造成的任何損失或破壞，員工更可能面對包括被解僱的紀律處分。

10. RECORD RETENTION 記錄存檔

- 10.1. Records shall be kept for all reported misconducts, malpractices and irregularities by the relevant parties in the Group under paragraph 6 above. In the event a reported irregularity leads to an investigation, the party responsible for leading/ conducting the investigation shall ensure that all relevant information relating to the case is retained, including details of corrective action taken for a period not exceeding six years (or whatever other period may be specified by any relevant legislation.)

本集團內的有關部門須為所有按照上文第六條所舉報的不當行為、舞弊及違規情況存檔。曾受調查的違規情況，調查負責人須確保所有相關資料以及修正行動詳情得以完整保存及記錄。存檔年期不應超過六年(或不超過相關法規所訂的其他期限)。

11. RESPONSIBILITY FOR IMPLEMENTATION AND MONITORING 執行及檢討政策的責任

- 11.1. This policy has been approved and adopted by the board of directors of the Company. Audit Committee has overall responsibility for implementation, monitoring and periodic review of this policy. In addition, the Audit Committee has delegated the day-to-day responsibility for administration of the policy to Human Resources & Administration Department.

本政策已獲公司董事會批核及採納。審核委員會肩負執行、監察及定期檢討本政策的整體責任。此外，審核委員會已授權本集團行政及人力資源部門負責管理本政策的日常責任。

12. LANGUAGE 語言

- 12.1. This policy is available in both English and Chinese. In case of any discrepancies between the English and Chinese versions, the English version shall prevail.

本政策有英文及中文兩種版本。如兩者之間有任何歧異，概以英文版本為準。

Approved by the Board on [*].

董事會於[*]批核

Whistleblowing Policy
舉報政策

Whistleblowing Report Template
舉報者舉報表格

If you wish to report a whistleblowing concern, please fill in this form. Once completed, this report becomes confidential. You may send the report, marked confidential and address to Human Resources & Administration Department by post to the address below or by email to "whistleblower@chinahuajungroup.com".

若閣下希望以書面形式舉報，請使用以下的舉報表格。一經填妥，該表格即成為機密文件。閣下可將表格郵寄至以下地址或電郵至「whistleblower@chinahuajungroup.com」，清楚列明為機密文件，並註明行政及人力資源部門收啓。

<p>To: Human Resources & Administration Department China Huajun Group Limited (the "Company") Room 903-905, 9/F, Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong</p> <p>致： 行政及人力資源部門 中國華君集團有限公司 香港灣仔港灣道 6-8 號 瑞安中心 9 樓 903-905 室</p>	
<p>Your name/Contact Telephone number and Email 舉報者姓名／聯絡電話及電郵</p> <p><i>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.</i> 我們鼓勵舉報者在本表格填寫其姓名。若以匿名方式舉報，其說服力將遠較實名舉報為低，但我們亦會盡量考慮。</p>	<p>Name: 姓名： <input type="checkbox"/> Employee <input type="checkbox"/> Others (please specify: _____) <input type="checkbox"/> 員工 <input type="checkbox"/> 其他（請註明：_____）</p>
	<p>Address: 地址：</p>
	<p>Tel. No.: 電話號碼：</p>
	<p>Email: 電郵：</p>
	<p>Date: 日期：</p>
<p>The name of those involved (if known): 涉及人士的姓名（如知悉）：</p>	

Details of concerns:

舉報詳情：

Please provide full details, such as names, dates and places and the reasons for the concerns (continue on separate sheet if necessary) together with any supporting evidence / documents

請提供舉報的詳細資料：有關人士的姓名、日期及地點，疑慮原因（如有需要，請另紙填寫），連同任何證據／證明文件。