



EVERBRIGHT GRAND CHINA ASSETS LIMITED

光大永年有限公司

*(incorporated in the British Virgin Islands with limited liability
and transferred by way of continuation into the Cayman Islands)*

(Stock Code :3699)

WHISTLEBLOWING POLICY

1. PURPOSE

- 1.1 Everbright Grand China Assets Limited (the “Company”) and its subsidiaries (collectively, the “Group”) are committed to maintaining good corporate governance, emphasizing accountability and high degree of transparency which enable our stakeholders to have trust and faith in the Group to take care of their needs and to fulfill its social responsibility. In line with this commitment, the Company expects and encourages employees of the Group and other parties who deal with the Group (e.g. customers, contractors, suppliers, creditors and debtors, etc) (the “Other Stakeholders”) to report any misconduct, malpractice or irregularity with the Group.
- 1.2 This policy aims to provide reporting channels and guidance on report possible improprieties in matters of financial reporting or other matters, an reassurance to persons reporting his or her concerns under this policy (“Whistleblowers”) of the protection that the Group will extend to them against unfair disciplinary action or victimization for any genuine reports made.

2. SCOPE

- 2.1 This policy applies to all employees of the Group as well as independent third parties who deal with the Group.

2.2 Whilst it is impossible to provide an exhaustive list of the activities that constitute impropriety, misconduct or malpractice, this Policy is intended to cover serious concerns that could have an impact on the Group, which include but not limited to:

- (a) criminal offences;
- (b) breach of legal or regulatory requirements;
- (c) miscarriage of justice;
- (d) malpractice, impropriety or fraud in financial reporting, internal control or other financial matters of the Group;
- (e) breach of rules, policies or internal controls of the Group;
- (f) endangerment of the health and safety of an individual;
- (g) discrimination or harassment;
- (h) damage caused to the environment;
- (i) professional, ethical or other malpractices or wrongdoings;
- (j) improper conduct or unethical behaviour likely to prejudice the standing of the Group; and
- (k) deliberate concealment of any of the above.

3. PROTECTION

3.1 Whistleblowers making genuine and appropriate reports are assured of fair treatment. In addition, employees of the Group also assured of protection against unfair dismissal, victimization or unwarranted disciplinary action.

3.2 The Group reserves the right to take appropriate actions against anyone (employees or Other Stakeholders) who initiates or threatens to initiate retaliation against the Whistleblowers. In particular, employees who initiate or threaten retaliation will be subject to disciplinary actions, which may include summary dismissal.

4. CONFIDENTIALITY

- 4.1 The Group will make every effort to keep the Whistleblower's identity confidential. In order not to jeopardize the investigation, the Whistleblower is also required to keep confidential the fact that he or she has filed a report, the nature of concerns and the identities of those involved.
- 4.2 Each report will be treated as confidential. The identity of the Whistleblower will not be divulged save the such Whistleblower's consent or where:
- (a) in the opinion of the Audit Committee of the Company (the "Audit Committee"), its material to the investigation or in the interest of the Company to disclose the identity;
 - (b) the report is frivolous or is lodged in bad faith with malicious and mischievous intent or in abuse of this Policy;
 - (c) it is required to be disclosed in compliance with any applicable law or regulation, by any relevant governmental or regulatory authority including The Stock Exchange of Hong Kong Limited (the "Stock Exchange") or by the order or directive of any court having jurisdiction over the Company; or
 - (d) the report and the identity of the Whistleblower are already public knowledge.

5. REPORTING CHANNELS

- 5.1 In general, the Whistleblowers should make their report to the Chairman of Executive Committee of the Company in writing by post in a sealed envelope clearly marked "Strictly Private and Confidential – To be Opened by Addressee only" at -

Chairman of Executive Committee
Room 1302, 13th Floor,
Bank of East Asia Harbour View Centre,
56 Gloucester Road,
Hong Kong

- 5.2 A report may also be submitted to the Chairman of Executive Committee of the Group via whistleblowing@ebgca.com.hk.
- 5.3 A report can be made by using the standard form (Whistleblowing Report Form) attached as Annex 1 to this policy which may be sent by post or by email to the Chairman of Executive Committee as mentioned above.
- 5.4 If the concerns raised involve a Director or an Executive Committee member of the Company, the Whistleblowers may, at their own discretion, choose to report to the Chairman of the Audit Committee is intended, to the Company Secretary for further submission to the Chairman of the Audit Committee at the same address above, or via the following email addresses:
wbacc@ebgca.com.hk
- 5.5 Each Whistleblower is required to provide details of improprieties (including relevant incident(s), behaviour, activity or activities, name(s), date(s), place(s) and any other relevant information) on the report together with any supporting evidences; and
- 5.6 Details of the Whistleblower (including name, department/business unit, company, contact number, relationship with the compliance, address or email address) are encouraged to be provided so as to facilitate the investigation and such details will be kept in the strictest confidence.

6. ANONYMOUS REPORT

- 6.1 As the Group takes reporting of misconducts, malpractices and irregularities seriously and wants to conduct warranted investigations of both potential and actual violations, anonymous reports in general will not be acted upon. Therefore, it is strongly recommended that the report should be not made anonymously.

7. FALSE REPORTS

- 7.1 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 (employee or Third Parties) to recover any loss or damage as a result of the false report. In particular, employees may face disciplinary action, including dismissal where appropriate.

8. INVESTIGATION

- 8.1 The format and length of an investigation will vary depending upon the nature and particular circumstances of each report made. Where appropriate, the reports raised may :

- (a) be investigated internally;
- (b) be referred to the external auditor;
- (c) be referred to the relevant public or regulatory bodies; and/or
- (d) form the subject of any other actions as the Chairman of the Audit Committee may determined in the best interest of the Group.

- 8.2 The Chairman of the Auditor Committee or Executive Committee will, or via the Company Secretary or the human resources departments or other departments of the Company, respond to the Whistleblower, if contactable, as soon as practicable upon receipt of the report:

- (a) acknowledging receipt of the report;
- (b) advising the Whistleblower as to whether or not the matter will be investigated further and, as appropriate, the actions taken or being taken or the reasons for no investigation being made;
- (c) where practicable, giving an estimate of the timeline for the investigation and final response;
- (d) indicating if any remedial or legal action is or is to be taken; and
- (e) notifying the whistleblower of the final investigation result.

9. RECORD RETENTION

- 9.1 Records shall be kept for all reported misconducts, malpractices and irregularities in the Group under Section 5 of this policy. On the event a reported case 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).

10. RESPONSIBILITY FOR IMPLEMENTATION AND MONITORING

- 10.1 This policy has been approved and adopted by the Board of the Company. The 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 the senior management of the Group.



WHISTLEBLOWING REPORT FORM
STRICTLY CONFIDENTIAL

If you wish to make a written report, please use this report form.

We encourage you to provide your name and contact information in this report to facilitate investigation and follow-up. The Company may not be able to process anonymous allegations due to insufficient information.	Name : _____
	Department or organization : _____
	Address: _____
	Telephone No. : _____
	Email : _____
Date : _____	
The names of those 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.	

After completion, please mail in a sealed envelope clearly stating “Strictly private and confidential – Only to be opened by addressee” to the Chairman of Executive Committee at Room 1302, 13th Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Hong Kong, or by email to whistleblowing@ebgca.com.hk; or if delivery to the Chairman of the Audit Committee is intended, to the Company Secretary for further submission to the Chairman of the Audit Committee at the same address above, or by email to wbacc@ebgca.com.hk.