



## **Renco Holdings Group Limited**

**融科控股集團有限公司**

**(“Company”)**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 2323)**

### **WHISTLEBLOWING POLICY**

*(Adopted by the Company pursuant to the Board resolution passed on 27 March 2012 and was revised on 23 February 2017, 12 September 2018, 20 July 2020 and 10 April 2024)*

#### **1. General Principles**

- 1.1 The Company (and under this Policy, “**the Company**” also includes its subsidiaries or associated companies as a whole, where applicable and appropriate) will endeavour in committing, achieving and maintaining its upmost highest standards of transparency, probity and accountability.
- 1.2 The Company’s employees at all levels (and under this Policy, “**the Company’s Employees**” also includes employees of the Company’s subsidiaries or associated companies, where applicable and appropriate) should be expected to conduct themselves with honesty, integrity and impartiality.

#### **2. Purpose**

- 2.1 This Policy aims to deal and govern with properly and fairly concerns raised by the Company’s Employees and the External Whistleblowers about any suspected malpractice or misconduct regarding financial reporting, internal control or other matters within the Company.
- 2.2 The Company’s Audit Committee shall review regularly this Policy and ensure that arrangements are in place for independent and fair investigation of these matters and for appropriate following-up action.

#### **3. Scope**

- 3.1 This Policy applies to:
  - (a) the Company’s Employees at all levels and divisions / departments and related third parties who have business dealings with the Group (e.g. consultants and contractors, vendors and suppliers, customers and tenants, as well as agents) (the “**External Whistleblowers**”); and

(b) concerns about possible improprieties in financial reporting, internal control or other matters including, but not limited to, the following:

- Violation of rules of conducts applicable within the Company
- Breach of legal or regulatory requirements
- Criminal offences, breach of civil law and miscarriage of justice
- Malpractice, impropriety or fraud relating to accounting, auditing and financial matters
- Endangerment of the health and safety of an individual
- Damage caused to the environment
- Improper conduct or unethical behaviour likely to prejudice the standing of the Company
- Deliberate concealment of any of the above

#### **4. Reporting Procedures**

- 4.1 The Company's Employees and the External Whistleblowers who has a legitimate malpractice concern about financial reporting, internal control or other matters as described in 3.1(b) above, can raise it either verbally (in person) or in writing by e-mail: [whistleblowing@renco.com.hk](mailto:whistleblowing@renco.com.hk) or by post to the principal place of business in Hong Kong of the Company.
- 4.2 Any concern should be initially reported to the respective Head of Division / Department of the Company's Employees or the External Whistleblowers. The Head of Division / Department will, after gathering sufficient details, submit the report to the Company's Chief Executive Officer.
- 4.3 If the concern involves the Head of Division / Department, or for any reason the Company's Employees or the External Whistleblowers would prefer the Head of Division / Department not to be told, the Company's Employees or the External Whistleblowers may raise the concern and submit his report to the Company's Chief Executive Officer.
- 4.4 If for any reason the Company's Employees or the External Whistleblowers would prefer the Company's Chief Executive Officer not to be told, the Company's Employees or the External Whistleblowers may raise the concern and submit his report directly to the Chairman of the Board.
- 4.5 If the concern involves the Chairman of the Board, the Company's Employees or the External Whistleblowers may raise the concern and submit his report in writing directly to the chairman or any member of the Company's Audit Committee by e-mail: [auditcommittee@renco.com.hk](mailto:auditcommittee@renco.com.hk).
- 4.6 If the report is made in writing by post to the principal place of business in Hong Kong of the Company, such document should contain the Company's Employees or the External Whistleblowers' identity that raise full details of the concern in a sealed envelop clearly marked with "**Strictly Private and Confidential – To be opened by the Addressee only**".

- 4.7 The Company does not encourage innominate or unknown reporting since it will be difficult for the Company to follow up and to obtain further information for making a proper assessment and investigation.
- 4.8 The Company's Chief Executive Officer or the Chairman of the Board or the chairman or members of the Audit Committee (as the case may be) will review the concern and complaint and decide the appropriate assessment and investigation arrangement.

## **5. Investigation Procedures**

- 5.1 The Company will acknowledge receipt of each report within 6 working days.
- 5.2 The Company will review and evaluate the report received to judge whether a full investigation should be conducted. Subject to certain circumstances, an appropriate investigating officer with suitable seniority at the Company will be appointed or / and a special committee will be formed by the Company for investigation.
- 5.3 The length and format of an investigation will vary depending on the particular, nature, complexity and circumstances of each complaint received.
- 5.4 The Company's Employees or the External Whistleblowers who reports the concern may be asked to provide more information and evidence during the course of the investigation.
- 5.5 A final report, with recommendations for change or improvement (if any), will be produced to the Audit Committee. The Audit Committee will then review the final report and if appropriate, make recommendations to the Board.
- 5.6 The Company's Employees or the External Whistleblowers who reports the concern will receive in writing the outcome of the investigation. Because of legal constraints and the circumstances involved, the Company may not be able to give the Company's Employees or the External Whistleblowers details of the action taken or a copy of the report.
- 5.7 If the Company's Employees or the External Whistleblowers is not satisfied with the outcome, he/she could raise the matter again with the Company's Chief Executive Officer or Chairman of the Board or the Audit Committee (as the case may be).
- 5.8 If there is good reason, the Company will investigate into the concern again.
- 5.9 Where the report (interim, final or at any stage) discloses any possible criminal or fraudulent offence, the Company, after consulting with legal advisers, will decide if the matter should be referred to the relevant authorities such as the Hong Kong Police Force, Independent Commission Against Corruption and Securities and Futures Commission, as appropriate for further action. Once the matter is referred to such authorities, the Company will not be able to take further action on the matter, including advising its employee or the External Whistleblowers of the referral.
- 5.10 The Company's Employees or the External Whistleblowers could raise the matter with an external authority such as a regulatory authority or a law enforcement agency.

Before reporting externally, the Company's Employees or the External Whistleblowers should ensure there is sufficient evidence available and has discussed it with the Company's Chairman of the Board or Chief Executive Officer or chairman of any member of the Audit Committee.

## **6. Confidentiality**

- 6.1 The Company will endeavour to treat all reporting under this Policy in a strictly confidential manner. The identity of the Company's Employees or the External Whistleblowers making the report and complaint will not be disclosed without such employee or the External Whistleblowers' consent, unless the Company is legally obliged to reveal the employee or the External Whistleblowers' identity and other information as required by law or any other regulatory requirements.

## **7. Untrue Allegations and False Report**

- 7.1 In raising a concern pursuant to this Policy, the Company's Employees or the External Whistleblowers is advised to exercise his/her due care and diligence in ensuring the reporting of accuracy and trustworthy information.
- 7.2 If the Company's Employees or the External Whistleblowers is mistaken about the concern being raised, he/she will not be at risk of losing his/her job or suffering any form of punishment as a result provided that he/she is acting in good faith.
- 7.3 If the Company's Employees or the External Whistleblowers deliberately raises false and malicious allegations, disciplinary action including the possible dismissal will be taken against him/her. In an extreme case, it could give rise to legal action against such employee or the External Whistleblowers.
- 7.4 If the Company's Employees or the External Whistleblowers has any questions about the contents or application of this Policy, the employee or the External Whistleblowers should contact the Company's Chairman of the Board or Chief Executive Officer or chairman or any member of the Audit Committee.