



Jiu Rong Holdings Limited

久融控股有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 2358)

Whistleblowing and Whistleblower Protection Policy (“Policy”)

1. Purpose

- 1.1. Jiu Rong Holdings Limited (the “**Company**”) is committed to high standards of probity, ethical business practices and improving transparency by maintaining good corporate governance and reinforcing an effective internal control and risk management system. Whistleblowing is an important part of an effective internal control and risk management system. It is a useful means of uncovering fraud, corruption, misconduct or significant risks within the Company and its subsidiaries (collectively the “**Group**”).
- 1.2. “**Whistleblowing**” refers to a situation where an employee of the Group or a relevant third party (e.g., customers, suppliers, subcontractors who deal with the Group) (“**Third Parties**”) conveys a concern, allegation or any information that fraud, corruption or any other misconduct is occurring or has occurred in the Group, with good faith that the concern, allegation or information is true. Such persons are referred to in this Policy as “**whistleblowers**”.
- 1.3. The purpose of this Policy is to provide employees and Third Parties with guidance on and reporting channels for whistleblowing. It is therefore designed to encourage employees and Third Parties to report actual or suspected misconduct or malpractice by any staff and/or external parties in any matter related to the Company, and raise their concerns internally without fear of reprisal or victimization, rather than overlook a problem or blow the whistle outside.

2. Policy

2.1. Objectives

- 2.1.1. The Group has strictly adopted the Anti-Fraud, Corruption and Bribery Policy, and clarified that fraud, corruption, bribery or other misconduct is absolutely prohibited (hereinafter referred to as

“Reportable Conduct”).

Reportable Conduct may include, but is not confined to:

- i. Fraud, malpractice and other possible improprieties relating to financial reporting, internal controls and accounting and auditing matters;
- ii. Misuse of company resources or any other conduct that may cause financial loss to the Group;
- iii. Breach or non-compliance of code of conduct and relevant internal control policy and procedures;
- iv. Breach of legal or regulatory requirements;
- v. Bribery internally or by external parties;
- vi. Endangerment of the health and safety of an individual;
- vii. Improper use of commercially sensitive data;
- viii. Criminal offences, breach of civil law and miscarriage of justice; and
- ix. Deliberate concealment of any of the above.

2.1.2. To provide employees (permanent or temporary) of the Group and Third Parties with guidance and reporting channels to report any suspected Reportable Conduct.

2.1.3. To provide a comprehensive mechanism to ensure proper arrangements are in place for fair and independent investigation and for appropriate follow-up actions.

2.1.4. The objective of this Policy is not to change the existing reporting practices of the Group but to formalise such functions. This Policy is not designed for staff members to question the financial or business decisions taken by the Group or to be used to consider any staff matters which have been addressed under the grievance procedures of the Human Resources Department.

2.2. Protection of Whistleblowers

2.2.1. Full support should be given to employees and Third Parties who in good faith report any genuinely suspected Reportable Conduct. The Group will make every effort to protect such persons against unfair

dismissal (in the event that the whistleblower is an employee), victimization or unwarranted disciplinary action, even if the concerns turn out to be unsubstantiated.

- 2.2.2. Whistleblowers are encouraged to report fraud, corruption and matters that damage the Group's interests on a real-name basis. If the reported information is confirmed to be true and helps enhance the governance of the Group, spiritual or materials rewards may be given to whistleblowers and personnel who contributed to the investigation.
- 2.2.3. Acts of retaliation are within the reporting scope of this Policy. The Group will promptly investigate and seriously deal with any acts of retaliation committed against whistleblowers to protect their legitimate rights and interests. Disciplinary actions will be taken against the responsible person until dismissal. If you believe that you have been a victim of retaliation, please immediately file a report providing the relevant evidence.
- 2.2.4. Retaliation actions include but not limited to any form of threat, intimidation, harassment or other actions that damage the rights and interests of whistleblowers.

2.3. Confidentiality

- 2.3.1. Anonymous allegations are discouraged. Whistleblowers providing information should, as far as possible, give their names and contact details so that clarification of the alleged matters or further appropriate information can be obtained, when required.
- 2.3.2. The Group will keep the names of whistleblowers, contact details, home addresses and other matters related to whistleblowing confidential, and reported materials will also be treated as strictly confidential.
- 2.3.3. The Group will handle the reported matters with due care and will not disclose the identity of whistleblowers without their written consent. The Group will treat all allegations in a strictly confidential manner. A whistleblower's identity will not be divulged without his or her written consent.
- 2.3.4. However, there may be situations in which the Group is required or legally obliged to reveal a whistleblower's identity, for example, where an investigation leads to legal proceedings being initiated. If this is the case, necessary steps will be taken to ensure that the whistleblower suffers no detriment.

2.4. False or Malicious Accusations

2.4.1. Whistleblowers shall report matters objectively and truthfully. They shall be responsible for the authenticity of the contents of their report, and shall not fabricate or misrepresent the facts, make false claims, entrap others or damage the interests of the Group and the legitimate rights of others. He/she shall consciously maintain the operational stability and order of the Group.

2.4.2. Whistleblowers shall take responsibility for their whistleblowing. They are strictly prohibited from making malicious reports or forging cases (clues) to obtain rewards. If such conduct is discovered, it will be handled in accordance with the relevant regulations of the Group. If a crime is suspected, it will be reported to the relevant law enforcement authority for further legal action.

3. **Reports and Reporting Channels**

3.1. Content of Reports

Reports may be made by email or letter to the Company Secretary via the reporting channels stated below.

While it is not expected that the whistleblower will have absolute proof or evidence of the Reportable Conduct, the report should show clear reasons for the concerns. The whistleblower should make the report in good faith and exercise due care to ensure the accuracy of its contents. In particular, the whistleblower should give full disclosure of any relevant/material information to the extent possible (e.g., names of persons involved, details of relevant events, reasons for the whistleblower's concern) and provide supporting documentation, if any.

3.2. Reports by Email

To the Company Secretary: (allensiu@jiurong.com.hk)

3.3. Reports by Letter

To: Company Secretary
Jiu Rong Holdings Limited
Flat 8, 49/F., Office Tower, Convention Plaza
No. 1 Harbour Road, Wanchai
Hong Kong

In a sealed envelope clearly marked "Strictly Private and Confidential – To be Opened by Addressee Only".

4. Investigation and Reporting Procedures

4.1. Whistleblowing Register

All allegations of Reportable Conduct will be recorded in a whistleblowing register kept by the Finance Department.

4.2. Investigation by the Company Secretary

The Company Secretary, supervised by the Audit Committee, is responsible for the day-to-day implementation and oversight of the Policy. The Company Secretary shall report any allegation of Reportable Conduct to the Audit Committee of the Company ("**Audit Committee**"). The Audit Committee will then review the matter and decide how the investigation should proceed. Any investigation to be opened will be handled by the Company Secretary in a confidential and timely manner. The objective of an investigation is to examine information relating to the allegation as quickly as possible, to consider the evidence collected and to draw conclusions in a manner that is objective and impartial.

4.3. Reporting

An investigation report, together with recommendations for improvement (if appropriate), will be prepared and submitted to the Audit Committee for consideration. A report should be made to the appropriate law enforcement agency once there is reasonable suspicion of a criminal offence. Any internal inquiry and/or report should not jeopardise any future investigation by a law enforcement agency.

5. Monitoring and Reviewing

5.1. The Audit Committee will monitor the implementation of the Policy and the whistleblowing mechanism periodically.

5.2. Any future amendments to the Policy shall be reviewed by the Audit Committee and approved by the board of directors of the Company.

6. This Policy is effective from 31 March 2022 and the Audit Committee shall have full authority to implement and supervise this Policy. If there are any questions about the contents or application of this Policy, please contact the Company Secretary.