

ENTERPRISE DEVELOPMENT HOLDINGS LIMITED
(the “Company”)

WHISTLEBLOWING POLICY

1. PURPOSE

The Company is committed to achieving and maintaining the highest standards of openness, probity and accountability. Employees at all levels are expected to conduct themselves with integrity, impartiality and honesty. It is every employee’s responsibility and in all interest of the Company to ensure that any inappropriate behaviour or organizational malpractice that compromises the interest of the shareholders, investors, customers and the wider public does not occur.

The Company establishes a whistleblowing policy and system for employees and those who deal with the Company (e.g. customers and suppliers) to raise concerns, in confidence, about possible improprieties in any matter related to the Company and delegates such responsibilities to the Audit Committee of the Company (“the “Committee”).

The term ‘whistleblowing’ refers to a situation where an employee or any of those who deal with the Company decides to report serious concerns about any malpractice which he/she has become aware or genuinely suspects that the Company has been or may become involved in. This Whistleblowing Policy is designed to encourage employees or those who deal with the Company to raise serious concerns, without fear of reprisal or victimization, in a responsible and effective manner rather than overlooking a problem or blowing the whistle outside.

2. POLICY

The Committee is primarily responsible for implementing this Whistleblowing Policy, reviewing the relevant arrangements from time to time as it may think fit and monitoring its effectiveness. Meanwhile, it will receive, consider and deal with any concerns raised by an employee or any of those who deal with the Company about possible improper matters which may include but are not confined to the following:

- Breach of legal or regulatory requirements
- Criminal offences, breach of civil law and miscarriage of justice
- Malpractice, impropriety or fraud relating to internal controls, accounting, auditing and financial matters
- Endangerment of the health and safety of an individual

- Damage caused to the environment
- Violation of rules of conducts applicable within the Company
- Improper conduct or unethical behaviour likely to prejudice the standing of the Company
- Deliberate concealment of any of the above

2.1 Reporting Channel

If an employee or any of those who deal with the Company has a legitimate malpractice concern, he/she may lodge a written complaint direct to the chairman of the Committee and copy to the Company Secretary of the Company. The chairman of the Committee shall convene a Committee meeting to decide whether and/or how to carry out any necessary investigation. The Committee, depending upon the circumstances, may consider to nominate an appropriate investigating officer* or set up a special committee* to investigate the matter independently. Complaints can be made by post or by email.

If the complaint is made by post, it should be sent to the chairman of the Committee as appropriate at the following address in a sealed envelope clearly marked “Strictly Private and Confidential – To be Opened by Addressee”:-
Flat B, 11/F., Hing Lung Commercial Building, 68-74 Bonham Strand, Sheung Wan, Hong Kong

or if the complaint is made by email, it should be sent to the designated email at:-
chairman of the Committee: chairman-ac1808@outlook.com
Company Secretary: stella@uni-1.com.hk

Whistleblowers are required to put their full names, capacity and correspondence address. Anonymous complaints would usually not be considered.

2.2 Investigation Procedure

The format and the length of an investigation will vary depending upon the nature and particular circumstances of each complaint made. The matters raised may

- be investigated internally;
- be referred to the Police, the Independent Commission Against Corruption (the “ICAC”) or the Securities and Futures Commission (the “SFC”), or other relevant regulatory bodies;
- be referred to the External Auditor; and/or
- form the subject of an independent inquiry.

* an investigating officer so appointed or a special committee so established shall have the right to require any related employee to furnish such available information on any matter relating to a legitimate malpractice concern reported by the whistleblower(s).

If there is evidence of criminal activity, activity on solicitation and acceptance of advantages or breach of legal and regulatory requirements, the Committee may legally be obliged to inform the relevant public or regulatory bodies such as the police, the ICAC or the SFC, etc., as appropriate.

All complaints will be dealt with expeditiously and replies will be given within [7] days after receipt of complaints. For complicated cases which require detailed investigation, an interim reply will be given.

The chairman of the Committee or the person designated to investigate the complaint shall write to the whistleblower whenever reasonably practicable of the concern being received:

- acknowledging that the concern has been received;
- advising whether or not the matter is to be investigated further and if so what the nature of the investigation will be;
- giving an estimate of how long the investigation will take to provide a final response.

2.3 Protection and Confidentiality

Employees should not suffer any form of intimidation, reprisal, retaliation or adverse reaction organizationally as a consequence of reporting a concern about any of the above matters. The Company will make every effort to treat all disclosures in a confidential and sensitive manner. The identity of the individual employee or any of those who deal with the Company making the allegation will not be divulged without his/her consent. However, there may be circumstances in which the Company may be required or legally obliged to reveal the identity, for example, where an investigation leads to legal proceedings being initiated. If this is the case, the Company will take all reasonable steps to ensure that the employee suffers no detriment. Harassment or victimization of a genuine whistleblower will be treated as gross misconduct, which if proven, may result in dismissal. The Company will hold it a serious disciplinary offence for any person to seek to prevent a communication of malpractice concern reaching to the chairman of the Committee, or to impede any investigation which the Committee may make.

2.4 Untrue Allegations

In making a disclosure, individual employee or any of those who deal with the Company should exercise due care to ensure the accuracy of the information. He/she will not be at risk of losing his/her job or suffering any form of retribution as a result provided that he/she is acting in good faith. On the other hand, disciplinary action will be taken against employee deliberately raising false and malicious allegations. In an extreme case vexatious or wild allegations could give rise to legal action on the part of the persons complained about.

2.5 Acknowledgement and Recognition

The Company places great value upon creating an environment where employees would maintain the highest standard of ethics, honesty, openness and accountability. The Company recognizes that it requires courage and personal quality such as righteousness, loyalty and impeccable integrity for an employee to step out and blow the whistle. These personal qualities and positive behaviours demonstrated by the whistleblowers are well acknowledged by the Company and will be taken into consideration, among others, for the employee's career opportunities and advancement.