



## Whistleblowing Policy

### 1. Purpose

- 1.1 Luk Fook Holdings (International) Limited (the “Company”) and its subsidiaries (collectively the “Group”) are committed to achieving and maintaining the highest standards of openness, probity and accountability.
- 1.2 The Company has devised a Whistleblowing Policy (the “Policy”) so that employees of the Group as well as relevant third parties (e.g. customers, licensees, suppliers, contractors, etc., who deal with the Group) (collectively the “Third Parties”) can raise concerns, in confidence, about misconduct, malpractice or irregularities in any matters related to the Group. The Company also ensures that proper arrangements are in place for the fair and independent investigation of such matters and for appropriate follow-up action.
- 1.3 The purpose of formulating the Policy is to enhance the awareness of corporate governance and it constitutes an important part of the effective internal control and risk management system. It also provides employees or relevant Third Parties with reporting channels and guidance on whistleblowing.
- 1.4 The term ‘whistleblowing’ refers to a situation where an employee or a relevant Third Party decides to report serious concerns about any malpractice, which he or she has become aware of or genuinely suspects that the Group has been or may become involved in. The Policy is also designed to encourage employees to raise serious concerns internally, without fear of reprisal or victimization, in a responsible and effective manner. The content of this Policy is applicable to all employees of the Group in or outside Hong Kong.

### 2. Scope

- 2.1 This Policy is intended to assist individual employees (permanent or temporary) or relevant Third Parties to disclose information on suspected misconduct, malpractice or irregularity through a confidential reporting channel. It is not designed to further any personal disputes, question financial or business decisions taken by the Company nor should it be used to reconsider any staff matters which have been addressed under the grievance procedure already in place. Whistleblowing matters may include but are not confined to:
  - 2.1.1 Breach of legal or regulatory requirements;

- 2.1.2 Criminal offences, breach of civil law and miscarriage of justice;
- 2.1.3 Misappropriation of company property;
- 2.1.4 Malpractice, impropriety or fraud relating to internal controls, accounting, auditing and financial matters;
- 2.1.5 Endangerment of the health and safety of an individual;
- 2.1.6 Discrimination or harassment
- 2.1.7 Damages caused to the environment;
- 2.1.8 Violation of any policies and rules of conducts applicable within the Company or those of the Group;
- 2.1.9 Improper conduct or unethical behaviour likely to prejudice the standing of the Company;
- 2.1.10 Bribery or corruption; and/or
- 2.1.11 Deliberate concealment of any of the above.

### **3. Protection**

- 3.1 In making a report, the whistleblower should exercise due care to ensure the accuracy of the information.
- 3.2 The Group is committed to the fair treatment of all persons making genuine and appropriate reports under this Policy, including the protection of employees against unfair dismissal, victimisation or unwarranted disciplinary action. Reasonable steps will be taken by the Group to protect the whistleblower from reprisal or disadvantage as a result of making a report under this Policy.
- 3.3 The Company reserves the right to take appropriate actions against anyone 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. Management will support all employees and encourage them to raise legitimate concerns without fear of reprisals.

### **4. Confidentiality**

- 4.1 The Company will make every effort to keep all whistleblowing reports and identities of employees and/or Third Parties who have made reports confidential.
- 4.2 All information received will be treated with confidence, except where the Group is required by law or regulation to disclose it (including stock exchange rules or for audit purposes) or where the Group refers the matter to relevant regulators or law enforcement authorities. The Group will endeavour to advise a whistleblower in advance if his or her identity may become apparent or need to be disclosed.

- 4.3 In order not to jeopardise the investigation and any follow-up actions, employees and/or Third Parties who have made reports are also required to keep confidential all information about and related to the report, including the fact that a report has been filed, the nature of the concerns, the identities of those involved and any other information that the Company has shared in the course of handling the report.

## **5. Reporting Channels**

- 5.1 Employees should make their reports to any of the following:-

- 5.1.1 the Group's Internal Audit Department ("IAD");
- 5.1.2 his/her immediate superior (and if no satisfaction is gained, then to the head of the department in which such employee works); or
- 5.1.3 the Administration and Human Resources Department ("HRD").

In general, Employees may prefer to have an initial discussion with his/her immediate supervisor/department head or local HRD representatives. If employees feel uncomfortable doing this (e.g., your immediate supervisor/department head has declined to handle your case or the immediate supervisor/department head is the subject of the report), then the employee should contact HRD. Depending on the seriousness of the matter, the HRD may be required to report the allegations to the IAD and the Audit Committee.

- 5.2 Reports of non-compliance by licensed shops:

- 5.2.1. the Group prohibits private dealings and corrupt practices between the licensees and their suppliers, which include all employees, particularly shops staff and procurement staff. For the reporting procedures in this area, please refer to the Group's notice issued/uploaded on the Intranet on 3 April 2017 and its latest amendment, if any.
- 5.2.2. The Group has a "Reward for Reporting" policy in place for reporting instances of "Non-compliance within the Group's licensed shops" and "Counterfeiting or selling of the copyrighted products of the Group's brands". For more information and the appropriate reporting manner, please refer to the Group's notice issued/uploaded on the Intranet on 18 September 2020 and its latest amendment, if any.

- 5.3 Corruption Reports

- 5.3.1 The Group has an Anti-corruption Policy and a Corruption Prevention Policy which requires all employees to act with integrity, fairness, impartiality and business ethics. If any employee of the Group is suspected of having obtained or accepted any advantage or breaching the principles of integrity, fairness and impartiality in the conduct of corporate affairs, please refer to the Group's Corruption Prevention

## Policy for reporting.

- 5.4 Any Third Party who have other legitimate concerns can report in writing and/or by post to the Company's Audit Committee at 25/F., Metropole Square, No.2 On Yiu Street, Shatin, New Territories, Hong Kong (via the Company Secretary) or by email to the Audit Committee (via the Company Secretarial Department at [comsec@lukfook.com](mailto:comsec@lukfook.com)). The Chairman of the Audit Committee shall determine the course of action to pursue, with power to delegate, with respect to the report;
- 5.5 All written reports shall be sent in a sealed envelope clearly marked "Strictly Private and Confidential – To be Opened by Addressee" to ensure confidentiality; and
- 5.6 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.

## 6. Investigation

- 6.1 The format and the length of an investigation will vary depending upon the nature and particular circumstances of each report made. The matters raised may be:
  - 6.1.1 investigated internally by the Audit Committee, or if determined by the Chairman of the Audit Committee, the IAD, the HRD or other departments of the Company;
  - 6.1.2 investigated by external professional party;
  - 6.1.3 referred to the external auditors;
  - 6.1.4 referred to the relevant public or regulatory/law enforcement authorities; and/or
  - 6.1.5 form the subject of any other actions as the Audit Committee may determine in the best interest of the Group.
- 6.2 The Chairman of the Audit Committee will, or via the Company Secretary or the HRD or other departments of the Company (as the Chairman determines appropriate), respond to the whistleblower, if contactable, as soon as practicable upon receipt of the report:
  - 6.2.1 acknowledging receipt of the report;
  - 6.2.2 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;
  - 6.2.3 where practicable, giving an estimate of the timeline for the investigation and final response; and

6.2.4 indicating if any remedial or legal action is or is to be taken.

## **7. False Reports**

- 7.1 All reports must be made in good faith. If the whistleblower makes a false report maliciously, with an ulterior motive, or for personal gain, the Company reserves the right to decline/discontinue investigation, and to take appropriate actions against the whistleblower 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. Anonymous Reports**

- 8.1 Since the Company takes reporting of misconducts, malpractices, and irregularities seriously and wants to conduct warranted investigations of both potential and actual violations, it is encouraged that whistleblowers identify themselves when reporting. However, it is recognised that in some cases whistleblowers may not feel comfortable identifying themselves. In these cases, anonymous reports may be submitted, although in such instances our ability to investigate the allegations and/or follow up with the whistleblower may be seriously restricted.
- 8.2 Concerns expressed anonymously may be investigated, but due consideration will be given to the following factors:
- 8.2.1 sufficiency and validity of the information offered;
  - 8.2.2 seriousness of the concern;
  - 8.2.3 credibility of the concern; and
  - 8.2.4 likelihood of confirming the concern from identifiable sources.

## **9. Record Retention**

- 9.1 All records of reports or complaints made, including results of any investigation, shall be retained for a period of not more than seven years following completion of the investigation (if any) or closure of the matter.

## **10. Implementation and Review of the Policy**

- 10.1 This Policy has been approved by the board of directors of the Company. The Audit Committee has overall responsibility for the implementation of this Policy, and has delegated the day-to-day responsibility for the administration of this Policy to IAD.
- 10.2 The Audit Committee is responsible for reviewing this Policy, recommending changes, and addressing issues of concern.

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