

**BOCOM International Holdings Limited**

**BOCOM International (Asia) Limited**

**BOCOM International Securities Limited**

**BOCOM International Asset Management Limited**

**Whistleblowing Policy (English Version)**

(First version: March 2015)

(Second version: May 2018)

This policy was adopted by the Risk Management Committee on June 7, 2018

**Whistleblowing Policy Creation Date:** November 18, 2014

**Last Reviewed Date:**

First reviewed date: February 9, 2015

Second reviewed date: May 28, 2018

**Implementation Date: June 7, 2018**

## **I. Policy Statement**

BOCOM is committed to maintaining the highest standard of openness, integrity and accountability. Under confidentiality condition, employees and related third parties are encouraged to report any misconduct, malpractice or irregularity within BOCOM.

The firm is devoted to protecting the interests of employees who report any violations in various Hong Kong rules and regulations, from the adverse actions / reactions of the employer. The policy is meant to provide employees with comfort and confidence that they are free to report any misconduct of other employees and related third parties. Failure to abide by this policy may result in immediate termination of employment and/or criminal liability.

Whistleblowing Policy ensures:

- BOCOM fulfils the legal requirement to protect Whistleblowers.
- All employees are aware of the protection given by this Whistleblowing Policy when they wish to report any misconduct.
- Protect employee who reports misconduct from unfair discrimination / treatment.
- Employee who reports in good faith cannot be terminated after reporting concern of misconduct, discrimination or harassment or suspected breach of any rules and regulations.
- Whistleblowers understand the procedures of how to report any misconduct.
- BOCOM has a clear procedure for Whistleblowers to report any misconduct.

## **II. Policy Scope / Applicability**

This Policy applies to all employees of BOCOM International Holdings Limited, BOCOM International Securities Limited, BOCOM International (Asia) Limited and BOCOM International Asset Management Limited (collectively “**BOCOM**”)

and related third parties who deal with BOCOM (e.g. consultants, contractors and suppliers) (“**Whistleblowers**”). Whistleblowers’ concerns that may constitute misconduct, malpractice or irregularities, including but not limited to:

- Non-compliance of rules and regulations
- Non-compliance of legal obligations
- Disclosure related to jurisdiction
- Any possible fraud, corruption or criminal activities
- Other misconduct act
- Unprofessional act, misconduct or those conduct that conflicts with normal understanding of things that are right
- Any existing or possible improprieties in financial reporting, internal controls or other matters
- Employee must not use the Whistleblowing Policy to complain against other colleague or client maliciously. BOCOM could take any disciplinary action against the employee who makes fake or malicious allegation (including but not limited to warning or immediate termination of employment).

### **III. Policy Requirements**

#### **A. Objective**

- (i) Encourage Whistleblowers to have faith when reporting any suspected misconduct or non-compliance issues.
- (ii) Investigate reported case and take necessary rectification action.
- (iii) Provide channels for Whistleblowers to report and receive comment from actions taken by BOCOM.
- (iv) Ensure relevant personnel responses on the concerned matter, if the reply is not satisfied, relevant personnel knows how to handle.
- (v) Ensure all employees who reported in good faith are protected from retaliation or harm.

#### **B. Designated Department for Handling Violations**

##### **Employee's Reports**

Depending on the nature of the violations, employees can contact either (1) Human Resources Department or (2) Legal and Compliance Department. If the concern raised involves (1) Human Resources Department or (2) Legal and

Compliance Department, employee should report directly to Executive Committee member.

### **Third Party's Reports**

Related third parties can report concerns to Legal and Compliance Department. If the concern raised involves Legal and Compliance Department, you may, at your own discretion, choose to report directly to Internal Audit Department. If the concern raised involves any directors of BOCOM or Internal Audit Department, you may, at your own discretion, choose to report directly to Audit and Risk Management Committee.

## **C. Procedure for Whistleblowing**

### **Employees' Whistleblowing Procedures:**

In the event that an employee learns of the inappropriate actions of other employee, he or she should exercise his/her best judgement to decide whether the situation should be escalated to the relevant departmental manager, or whether to contact Legal and Compliance Department or Human Resources Department directly depending on the nature of the violations (eg. Undisclosed securities account dealing should be reported to Compliance, suspicious money-laundering transactions should be reported to Compliance, suspected bribery should be reported to Legal and Compliance Department, sexual harassment should be reported to Human Resources Department, etc.). Anonymous letters will NOT be accepted.

Whistleblowing can be reported in verbal or written format (please use Appendix 1 – Suggested template for reporting).

Legal and Compliance Department / Human Resources Department will confirm the reporting via verbal format (for verbal reporting) and written format (for written reporting) within 7 working days under practical condition.

Legal and Compliance Department and Human Resources Department must independently maintain a log of such reports and keep all relevant documentation. If deemed appropriate, Legal and Compliance Department and Human Resources Department will follow-up in writing with the employee.

## **Related Third Parties' Whistleblowing Procedures:**

If related third parties learn of any existing or possible misconduct, malpractice or irregularities, please report to BOCOM Legal and Compliance Department immediately. A copy of the report will be sent from Legal and Compliance Department to BOCOM Internal Audit Department.

BOCOM Legal and Compliance Department Contact Method:

Address: 9/F, Man Yee Building, 68 Des Voeux Road Central, Hong Kong

Related third parties can choose to report in a written format (by post) using the suggested template in Appendix 1.

Whistleblowers should report to BOCOM Internal Audit Department by post with the same address stated above if the alleged inappropriate actions are directed towards employees of the Legal and Compliance Department.

Whistleblowers should report to Audit and Risk Management Committee by post with the same address stated above if the alleged inappropriate actions are directed towards any directors of BOCOM or BOCOM Internal Audit Department.

### **D. Protecting the Employee**

Even if the concerns raised cannot be verified, BOCOM will ensure the Whistleblowers who report in good faith receive fair treatment. Employee who in good faith, raises concerns or questions including but not limited to ethics, discrimination or harassment matters, or reports suspected violations of other applicable laws, rules and regulations and policies will not receive unfair dismissal, harm or inappropriate disciplinary action.

### **E. Confidentiality**

BOCOM will keep the Whistleblowing details confidential. BOCOM will not disclose the identity of the Whistleblower if requested.

This policy prefers Whistleblower to provide his/her name. Please note that:

- Whistleblower must provide information in good faith.

- Whistleblower must reasonably believe that the concern raised is true.
- Whistleblower cannot make malicious or fake allegation.
- Whistleblower cannot make any personal benefit or to avoid any personal loss.

In order not to jeopardize the investigation, the Whistleblower is also required to keep confidential the fact that he/she has filed a report as well as the nature of concerns and the identities of those involved.

The identity of the whistleblower must be kept confidential throughout the fact gathering and investigation stage. The identity of the whistleblower can be revealed to Senior Management solely for the purpose of managing the situation, and not for the firm to retaliate against the employee. However, if an investigation leads to a criminal prosecution, it may become necessary for a Whistleblower to provide evidence or be interviewed by the relevant authorities. The Whistleblower will be advised in advance if his/her identity may become apparent or need to be disclosed.

#### **F. Record Keeping**

Legal and Compliance Department, Internal Audit Department, Human Resources Department or Audit and Risk Management Committee (where applicable) should keep all relevant reporting documentation, including but not limited to the concerns raised, supporting documents, investigation result and necessary rectification taken, etc.

#### **G. Understanding the Spirit of this Policy**

This policy is intended to protect employees against unfair discrimination for reporting events which they feel are ethically wrong. However, this policy does not give employees an excuse to abuse the resources of the firm by complaining about operational inefficiencies. Any managerial or operational inefficiencies should be escalated to an employee's direct manager (or Senior Management) for further action.

### **IV. Roles & Accountabilities**

Every Departmental head (if consulted) is obliged to keep any facts or details

related to a whistleblowing incident confidential. Legal and Compliance Department is responsible for handling any incidents which are directly reported to Legal and Compliance Department. Human Resources Department is responsible for handling any incidents which are directly reported to Human Resources Department.

Depending on the seriousness of the concerns, investigation result may be reported to senior management (including Executive Officer) and regulatory authorities.

Investigator should ensure investigate in an objective manner.

During the investigation process, Departmental heads should consult Legal and Compliance Department to ensure suitable steps have been taken to diminish the risk borne by BOCOM.

## **V. Language**

This Whistleblowing Policy is prepared in both Chinese and English languages. In case of any discrepancies between the Chinese and English versions, the Chinese version shall prevail.

## **Resources**

[Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission](#)

[Corporate Finance Adviser Code of Conduct](#)

[Fund Manager Code of Conduct](#)

[Securities and Futures Ordinance](#)

[Employment Ordinance](#)

[Employees' Compensation Ordinance](#)

[Occupational Safety and Health Ordinance](#)

[Occupational Safety and Health \(Display Screen Equipment\) Regulation](#)

[Sex Discrimination Ordinance](#)

[Disability Discrimination Ordinance](#)

[Family Status Discrimination Ordinance](#)

[Race Discrimination Ordinance](#)

[Tax information for individuals](#)

[MPF Ordinance](#)





## Appendix 1 – Whistleblowing Report Form:

If you wish to make a written report, please use this report form. Please read the Whistleblowing Policy carefully before you fill in this form.

**To: BOCOM International Holdings Limited – Legal and Compliance  
Department/ Human Resources Department/ Internal Audit Department /  
Audit and Risk Management Committee (Please select one)**  
9/F, Man Yee Building, 68 Des Voeux Road Central, Hong Kong

### Strictly Private & Confidential

**Your Name/Contact Telephone  
Number and Email**

Anonymous reports in general will not be acted upon.

Name: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Tel No.: \_\_\_\_\_

Email: \_\_\_\_\_

Date: \_\_\_\_\_

### Details of concerns:

Please provide full details of your concerns: names of those involved (if known), dates and places and the reasons and nature for the concerns (continue on separate sheet if necessary), name of witness, together with any supporting evidence (e.g. supporting documents, emails or telephone recording, etc).

### Personal Information Collection Statement

All personal data collected will only be used for purposes which are directly related to the Whistleblowing case you reported. Any anonymous reports not supplying such personal data in general will not be acted upon. The personal data submitted will be held and kept confidential by BOCOM and may be transferred to parties with whom we will contact during our handling of this case, including other parties concerned. The information provided may also be disclosed to law enforcement authorities or other concerned units. Where relevant, under the Personal Data (Privacy) Ordinance of Hong Kong, you shall have the right to request access to and correction of your personal data. If you wish to exercise these rights, requests should be made in writing to BOCOM Legal and Compliance Department at Hong Kong address shown in this template.