

Whistleblowing Policy

(the "Policy")

1. PURPOSE

Shenzhen Investment Limited (the "Company") and its subsidiaries (collectively the "Group") are committed to achieving and maintaining the highest standards of openness, probity and accountability. To ensure that any inappropriate behaviour or malpractice that compromise the interest of the company as a whole, shareholders, investors, customers and the wider public does not occur and to maintain a good corporate image and raise the standard of corporate governance of the Group.

The purpose of formulating the Policy is to enhance the awareness of internal corporate justice and regard as a kind of internal control mechanism and also provides employees with reporting channels and guidance on whistleblowing.

2. POLICY

The Policy is designed to encourage employees to raise serious concerns internally about any malpractice or impropriety arose, without fear of reprisal or victimization, in a responsible and effective manner. It is not designed to any personal dispute, question to financial or business decisions taken by the Group. Whistleblowing matters may include but are not limited to:

- Criminal offences, breach of civil law and miscarriage of justice
- Breach of legal or regulatory requirementsMalpractice, impropriety or fraud relating to internal controls, accounting, auditing and financial matters
- Endangerment of the health and safety of an individual
- Damages caused to the environment
- Improper conduct or unethical behaviour likely to prejudice the standing of the company
- Deliberate concealment of any of the above

2.1 Protection and Confidentiality

It is the Company's policy to protect employees from 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 making the allegation will not be divulged without the employee's consent. However, there may be circumstances in which the Company may be required or legally obliged to reveal

the employee's 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 whistle blower will be treated as gross misconduct, which if proven, may result in dismissal.

2.2 False Allegations

In making a report, individual employees should exercise due care to ensure the accuracy of the information. If the employee is mistaken, he/she will not be at risk of losing his/her job or suffering any form of retribution provided that he/she is acting in good faith and reasonable manner. On the other hand, disciplinary action including dismissal or legal action will be taken against an employee who is proven to raise false and malicious allegations deliberately.

3. PROCEDURES

3.1 Reporting Channel

Employee who has a legitimate malpractice concern should, as an initial step, inform his/her respective Head of the Department. The Head of Department should then report the matter to the General Manager of Risk Management Department. If the concern involves his/her Head of the Department, or for any reason the employee would prefer his/her Head of Department not to be told, the employee may raise the matter directly to the General Manager of Risk Management Department. If the concern involves the General Manager of Risk Management Department, the employee may raise the matter directly to the Chairman of the Board. The General Manager of Risk Management Department or the Chairman of the Board may designate appropriate persons or set up an inquiry to investigate the matter.

The Company will hold it a serious disciplinary offence for any person who seeks to prevent a communication of malpractice concern reaching the appropriate party, or to impede any investigation which he/she or anyone on his/her behalf may make.

The General Manager of Risk Management Department should summarize the complaints received and report any matter of significance, under this policy, to the Audit Committee semi-annually or at appropriate time, where considered necessary.

3.1.1 Reporting Format

Report with all relevant information, evidences and supporting documents, can be made in person or in writing. If the report is made in writing, it should be sent to the office of the Head of the Department, General Manager of Risk Management Department or the Chairman of the Board at 8/F, New East Ocean Centre, 9 Science Museum Road, TST, Kowloon, Hong Kong or other office as appropriate, in a sealed envelop clearly marked "**Strictly Private and Confidential - To be Opened by Addressee Only**" to ensure the confidentiality, or through sending email to his/her email address as shown in the intranet of the Company.

3.1.2 Anonymous Report

Employees are required to provide their name and contacts for any report they make. Anonymous allegation would not usually be considered because we will not be able to obtain further information to make proper assessment.

3.2 Investigation Procedure

The format and the length of an investigation depend upon the nature and particular circumstances of each complaint made. The matters raised may:

- be investigated internally;
- be referred to the external auditor; and/or
- form the subject of an independent investigation;

If there is evidence of criminal activity, activity on solicitation and acceptance of advantages or breach of legal and regulatory requirements, the party responsible for the internal investigation may legally be obliged to inform regulatory bodies such as the Hong Kong Police Force, the Independent Commission Against Corruption, the Security and Futures Commission or relevant regulatory body, as appropriate.

The Chairman of the Board, the General Manager of Risk Management Department or the person who designated to investigate the complaint will write to the complainant wherever reasonably practicable of the concern being received:

- acknowledging that the concern has been received;
- telling the complainant whether any initial enquiries have been made and the related results, where appropriate and if available;
- advising whether or not the matter is to be investigated further and if so what the nature of the investigation will be and the estimated duration;
- providing the justification if no further investigations will take place.

Along the investigation, further assistance from the complainant may be required from time to time. Confidential records will be kept for at least 7 years for all matters raised through this policy.

4. MONITORING AND REVIEW

The use and effectiveness of this policy will be monitored and reviewed regularly by Audit Committee of the Company.

Adopted on 19 June, 2014