

VISION VALUES HOLDINGS LIMITED

遠見控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 862)

(the “Company”)

WHISTLEBLOWING POLICY

1. Purpose

Vision Values Holdings Limited (“**VVH**”, together with its subsidiaries and controlled affiliates, the “**Group**”) believes good corporate governance principles and practices are the foundation of a company’s long-term success.

The Group is committed to maintaining good corporate governance standard, emphasising probity, transparency and accountability. We require our business units and departments to maintain proper standards of business conduct and comply with all applicable laws and regulations. To support this policy, we have established this whistleblowing policy for reporting matters of serious concern which may affect the operation of VVH’s business and its reputation.

“**Whistleblowing**” means a situation where an employee decides to report serious concerns about any suspected misconduct, malpractice or irregularity who might be the victim of misconduct in the Group.

The purpose of this Policy is intended to provide a reporting channel and to protect employees who report activities believed to be misconduct and malpractices (the “**Whistleblower**”) without fear of victimization, subsequent discrimination or unfair treatment.

2. Matters of Serious Concern

It is impossible to give an exhaustive list of the activities that constitute misconduct, malpractice or irregularity covered by this policy. Behaviour that is not in line with the principles of ethics could constitute a misconduct, malpractice or irregularity that should be reported.

Below are non-exhaustive examples of the types of matters that we would like our employees to report:

- (a) Criminal offences, such as fraudulent activity;
- (b) Failures to comply with legal or regulatory obligations;
- (c) Malpractices relating to internal controls, accounting, auditing and financial matters;
- (d) When the health and safety of any individual is being put at risk;
- (e) Racial or sexual harassment;
- (f) Financial irregularity;
- (g) Deliberate concealment of any of the above; and
- (h) Violations of our Code of Conduct

3. Reporting Procedures

1. If an employee has a serious concern about an act or omission that will impact VVH's business or its reputation, or will harm or put an individual at risk, the employee should raise it first with their immediate supervisor either orally or in writing.
2. If an employee feels unable to raise the matter with his/her immediate supervisor, the employee can raise the matter with the head of their department or the head of human resources department.
3. If an employee is still uncomfortable, the employee can raise the matter with the Company Secretary of VVH or to the Executive Director of the relevant business division.

Management shall ensure that all employees feel able to raise concerns without fear of reprisals. All employees should ensure that they take steps to disclose any misconduct or malpractice of which they become aware. If any of the employees has any questions relating to the application of this policy, they may approach or raise it to the Company Secretarial department of VVH. VVH reserves the right to take appropriate action against anyone who initiates or threatens to initiate retaliation against the Whistleblower.

However, employees should be aware that if they make a false complaint maliciously or with other ulterior motive, without any reasonable or justifiable ground or for personal gain, this is considered by the Group as a waste of its valuable resources and they may face disciplinary action, including the possibility of dismissal.

Full support would be given to the Whistleblowers who are in good faith to report any genuinely suspected Reportable Conduct. The Group will make every effort to protect the employees against unfair dismissal, victimization or unwarranted disciplinary action, even if the concerns turn out to be unsubstantiated.

The policy above also applicable to other stakeholders who would like to report misconduct or malpractices of our staff in the conduct of our businesses.

4. How We Will Handle the Matter

Once an employee has raised a concern, the Company Secretary of VVH will review the matter to assess what action should be taken. This may involve an internal inquiry or a more formal investigation. The Company Secretary of VVH will inform the employee whether the Group needs further assistance from him/her.

The Company Secretary of VVH may also invite other technical staff to help him in the handling of the investigation or to seek external assistance. Before that, he/she will inform the Whistleblower the identity of the assisting staff to ensure his impartiality and having no conflict of interest. The Company Secretary may also enlist the help of external professional in the investigation process.

If the Company Secretary is in conflict or unable to handle the complaint, the investigation will be handled by a director who is impartial.

The Audit Committee has overall responsibility for this policy.

5. Confidentiality

VVH will protect and support anyone raising genuine matters of concern. VVH will not disclose the employee's identity without his/her consent. However, in serious circumstances, when the information results in legal or criminal proceedings, the authorities may require disclosure of the employee's identity by law where our compliance may be required.

Anonymous allegations are discouraged as this will make VVH's investigation difficult and may not be able to obtain all relevant required information. Employees 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. VVH will treat all allegations in a sensitive and confidential manner. Without the employee's consent, his/ her identity will not be divulged.

We hope this policy gives our employees the reassurance they need to raise such matters internally. It does not affect their rights or obligations to report criminal matters to the relevant authorities.

6. Reporting Channels

In general, the Whistleblowers should make their reports to the Company Secretarial Department of VVH in writing by post in a sealed envelope clearly marked "To be opened by addressee only" at: -

Company Secretary - Vision Values Holdings Limited
c/o 17/F, 118 Connaught Road West,
Hong Kong

or

wb@visionvalues.com.hk

7. Periodic review

The Board of VVH will review this policy periodically to ensure that it is operating effectively and whether any changes to the policy are required.

Adopted by Vision Values Holdings Limited on 30 June 2022

This policy is written in English and Chinese. In case of any inconsistency, the English version shall prevail.