

The Hong Kong-Shenzhen Innovation and Technology Park Limited
Corporate Compliance Division

Whistleblowing Policy

Document No.	:	HSITP-B-D-2025-061
Version	:	2.0
Approved by	:	Board of Directors
Approval date	:	5 September 2025

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Corporate Compliance Division

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Revision	Revised date	Change details
1.0	14 March 2024	First Version
2.0	5 September 2025	Second Version Include procedures for handling cases involving C-Suite Management and members of the Board of Directors - Responsibility : 5c) and 5d) - Complaint Procedures : 8b) and 8c) - Investigation Procedures : 9a), 9b), 9c), 9d) and 9g) - Appeal Procedures : 10 Specify that retention of records should follow the guidelines under the Record Management Policy and Procedures - Record Retention : 12

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1. Policy Objective

Hong Kong-Shenzhen Innovation and Technology Park Limited (the “**Company**”) is committed to adhere to uphold high standards of integrity, openness, probity and accountability. In line with this commitment, the Company expects and encourages its employees and external parties who have serious concerns about any suspected misconduct or malpractice to come forward and express these complaints without fear of punishment or unfair treatment.

The objective of formulating this whistleblowing policy (the “**Policy**”) is to enhance the awareness of internal justice and regard this as a kind of internal control mechanism. This Policy provides the complaint channel and guidance on whistleblowing. It is designed to encourage employees and external parties (the “**Whistleblower**”) to raise complaints about any actual or potential violations of legal or regulatory requirements, fraudulent activities or misrepresentation of any financial statements, reports and records.

2. Scope

This Policy is intended to assist the Whistleblower to disclose information which they believe show misconduct, malpractice or irregularity. It is not designed to further any personal disputes, question financial or business decisions taken by the Company nor should it be used to report any employment-related complaints which have already been addressed in other policies and procedures.

3. Protection for Whistleblower

- a) Persons reporting their complaints in good faith are assured of fair treatment. The Company will make every effort to protect against unfair dismissal, victimization or unwarranted disciplinary action, even if the complaint turns out to be unsubstantiated. Good faith means that the Whistleblower has held a reasonable and honest belief that the complaint made is true but not made for personal interest or any ulterior motive.
- b) The Company must ensure that Whistleblower feels easeful to raise complaint without fear of reprisals. Any kind of retaliation against Whistleblower will be considered as misdemeanor. Harassment or victimization of genuine Whistleblower will be treated as misconduct, which if proven, may result in disciplinary action.

4. Misconduct and Malpractice

- a) Whilst it is impossible to provide an exhaustive list of the activities that constitute misconduct, malpractice or irregularity, this Policy is intended to cover serious concerns that could have an impact on the Company, which include but are not limited to:
- Criminal offence or miscarriage of justice
 - Non-compliance with laws and regulations
 - Improper conduct or unethical behavior
 - Malpractice, impropriety or fraud in financial reporting, internal control or other financial matters of the Company
 - Misuse or misappropriation of the Company's assets, data, records or resources
 - Potential fraud, corruption or kickbacks
 - Improper or unethical conduct in recruitment and selection
 - Unjustified or unapproved preferential rental treatment
 - Unfair/ improper admission of tenants or incubatees
 - Unfair/improper selection of suppliers or service providers
 - Endangerment of the health and safety of employees or other stakeholders
 - Professional, ethical or other malpractices or wrongdoings
 - Breach of rules, policies, guidelines or internal controls of the Company
 - Improper use or leakage of confidential or commercially sensitive information
 - Deliberate concealment relating to any of the above
- b) Personal grievances (e.g. bullying, harassment, discrimination, discipline) are not covered by this Policy. They should be handled by the Human Resources & Corporate Services Department. If in the course of investigation any complaint raised in relation to the matters listed in a) above appears to relate more appropriately to personal grievances, the procedures as set out in this sub-paragraph will be invoked.

5. Responsibility

- a) This Policy has been approved by the Board of Directors. The Audit Committee of the Company has been delegated by the Board of Directors to have the overall responsibility of this Policy.

5. Responsibility (Cont'd)

- b) The Audit Committee has overall responsibility for this Policy, including to monitor and review the operation and effectiveness of this Policy and the actions resulting from the investigation. The Audit Committee has further sub-delegated the day-to-day responsibility for overseeing and implementing this Policy to the Associate Director, Corporate Compliance.
- c) The Company must ensure that all whistleblowing cases (including anonymous complaints subject to para. 8f)) received are referred to the Associate Director, Corporate Compliance, who will discuss with the Chief Executive Office (“CEO”) or the Chairman of the Audit Committee (as the case may be) on how to handle the complaint.
- d) The Associate Director, Corporate Compliance will log all complaints received and report to the Audit Committee on an annual basis. For cases set out in 9b) and 9c), the Chairman of the Audit Committee or the Alternate Chairperson or the Chairman of the Board of Directors (as the case may be) will be consulted first but such cases will still be reported on an annual basis.

6. Safeguards and Confidentiality

- a) It is the Company’s responsibility to protect the Whistleblower from any form of intimidation, reprisal or retaliation as a consequence of reporting complaints in a confidential manner. The identity of Whistleblower 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 Whistleblower’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 Whistleblower suffers from no detriment.
- b) In order not to jeopardize the investigation, the Whistleblower is required to keep confidential the fact that he/she has filed a complaint as well as the nature of the complaint and the identities of those involved.

7. Untrue Allegations

When making complaint, the Whistleblower should exercise due care to ensure the accuracy and reliability of the information. If the Whistleblower is mistaken, he/she will not be at risk of suffering from any form of retribution provided that he/she is acting in good faith and in a reasonable manner. On the other hand, disciplinary action may be taken against the Whistleblower who is proven to have made false and/or malicious allegations deliberately.

8. Complaint Procedures

- a) Every complaint shall be made in writing and submitted in person / by post/ by email to the Associate Director, Corporate Compliance with supplementary information, if any, by reference to the following:

Associate Director, Corporate Compliance

Hong Kong-Shenzhen Innovation and Technology Park Limited

Unit 710, 7/F, 8 Science Park West Avenue

Hong Kong Science Park

Shatin, New Territories, Hong Kong

Email Address: comply@hsitp.org

- b) If the complaint raised involves C-Suite Management (e.g. CEO, CPDO, CXO) or Associate Director, Corporate Compliance, the Whistleblower may, at his/her discretion, choose to complain directly to the Chairman of the Audit Committee or the CEO of the Company.

<u>Title</u>	<u>Email Address</u>
Chief Executive Officer (CEO)	vincent.ma@hsitp.org
Chairman of Audit Committee	williamwong@hsitp.org

- c) Alternatively, if the complaint raised involves members of the Board of Directors (other than the Chairman of the Audit Committee) or the Chairman of the Audit Committee, the Whistleblower may, at his/her discretion, choose to complain directly to the Chairman of Audit Committee or the Chairman of the Board of Directors respectively. For details, please see the Complaint Handling Matrix (Appendix I).
- d) All complaints by post shall be sent in a sealed envelope clearly marked “**Strictly Private and Confidential – To be Opened by Addressee Only**” to ensure confidentiality.
- e) The Whistleblower is encouraged to provide details of alleged improprieties (including relevant incident(s), behavior, activity or activities, name(s), date(s), place(s) and any other relevant information) in the complaint.
- f) Anonymous complaints may be investigated or acted upon having regard to the seriousness of the issue raised, the credibility of the complaint, the prospects of being able to investigate the matter, and fairness to any individual mentioned in the complaint.

9. Investigation Procedures

- a) Upon receipt of complaint through the channels described above, the Company (e.g. Associate Director, Corporate Compliance or CEO or Chairman of the Audit Committee or Chairman of the Board of Directors which depends on the complaint Respondent(s) and the complaint handler) will send an acknowledgment receipt to the Whistleblower within 3 working days.
- b) If the complaint involves highly sensitive issues (e.g. fraud and irregularities involving senior management or any member of the Board of Directors), the Chairman of the Audit Committee or the Chairman of the Board of Directors (as the case may be) will be consulted before further actions are taken by Associate Director, Corporate Compliance or CEO (as the case may be).
- c) Every complaint received will be preliminarily assessed by the Associate Director, Corporate Compliance or the CEO or the Chairman of the Audit Committee or the Chairman of the Board of Directors (as the case may be) to evaluate the validity and relevance of the complaints raised. For determination on whether an investigation or a further inquiry into the underlying circumstance is justified, factors to be considered include but are not limited to the seriousness of the complaint raised, the credibility of the information disclosed, the likelihood of verifying the information, and what supporting evidence may be available from other sources. CEO's or Chairman of the Audit Committee's or Chairman of the Board of Directors' (as the case may be) advice would be sought as required. The matters raised in the complaints may:
 - be investigated internally;
 - with prior consent from the Chairman of the Audit Committee or the Chairman of the Board of Directors (as the case may be), be investigated by an external consultant engaged by the Company;
 - with prior consent from the Chairman of the Audit Committee or the Chairman of the Board of Directors (as the case may be), be referred to the relevant public bodies or regulatory/law enforcement agents without prior notice to or consultation with the Whistleblower if the case discloses a potential criminal offence; and
 - form the subject of any other actions as the Audit Committee or the Board of Directors (as the case may be) may determine in the best interest of the Company.

9. Investigation Procedures (Cont'd)

- d) When an investigation (either internal or external) is considered necessary, the Chairman of the Audit Committee or Chairman of the Board of Directors (as the case may be) shall approve and decide on:
- the constitution and composition of an investigating team;
 - the person who will lead the investigation;
 - the investigative procedures to be followed; and
 - the scope of the investigation
- e) In the event that an individual has a conflict of interest (whether actual or perceived) in dealing with and investigating the complaint, he/she should refrain from participating in the entire investigation process.
- f) Whistleblower will, where deemed appropriate, be given the opportunity to check the status/resolution of any investigation on cases complained in person/ by post/ by email. Factors to be considered include but not limited to the nature, sensitivity, seriousness and the parties being complained.
- g) The investigation report will be reviewed by the CEO and the Audit Committee or the Board of Directors (as the case may be). If an investigation concludes that an improper or unethical act has been committed, the CEO or Chairman of the Audit Committee or Chairman of the Board of Directors (as the case may be) shall recommend to the Audit Committee or Board of Directors (as the case may be) disciplinary or corrective action(s) as appropriate. Any disciplinary or corrective action(s) initiated against the subject of the complaint as a result of the findings of an investigation pursuant to this Policy shall comply with and follow the applicable personnel or Code of Conduct for Employee and/or disciplinary procedures of the Company or Code of Conduct for Board and Committee Members (as the case may be).
- h) The Whistleblower will be informed in writing of the outcome of the investigation as appropriate (the “**Outcome Letter**”). Because of legal constraints, the Company may not be able to provide the full details of the action taken or the investigation result to the Whistleblower.

10. Appeal Procedures

The Whistleblower may appeal if he/she believes that the procedures as stated in this Policy have not been followed. Appeal should be made to the Chairman of the Audit Committee or Chairman of the Board of Directors (as the case may be) within 15 working days of the Outcome Letter. On receipt of an appeal, the Chairman of the Audit Committee and the CEO or the Chairman of the Audit Committee and Chairman of the Board of Directors or Alternate Chairperson and Chairman of the Board of Directors (as the case may be) will discuss as to whether they consider the investigation undertaken was appropriate or whether further investigation should be undertaken. In the event that further investigation is considered appropriate, the Chairman of the Audit Committee and the CEO or Chairman of the Audit Committee and Chairman of the Board of Directors or Chairman of the Board of Directors and Alternate Chairperson (as the case may be) shall jointly agree an appropriate person to undertake such further investigation.

11. External Contact

- a) This Policy does not affect the rights and obligations of the Whistleblower to report criminal matters to the relevant authorities.
- b) The Company may refer the complaint to relevant public bodies or regulatory/law enforcement agents without prior notice to or consultation with the Whistleblower. Once the complaint is referred to such bodies or agents, the Company will not be able to take further action on the complaint, including advising the Whistleblower of such referral.

12. Record Retention

All complaints and related information should be managed in accordance with the guidelines under the Record Management Policy and Procedures and will be retained securely in accordance with the data protection principles as set out in the Personal Data (Privacy) Ordinance (Cap.486).

Note: If there is any inconsistency or ambiguity between the English version and the Chinese version, the English version shall prevail.

Complaint Handling Matrix

General Principle:

In the event an individual who is the complaint respondent(s) (whether actual or perceived), he/she should refrain from participating in the entire process. The Whistleblower may, at his/her discretion, submit the complaint to an upper level of management or members of the Board of Directors as appended below.

	Complaint Respondent (The person being complained against)				
	Chairman of Audit Committee	Board of Directors (other than Chairman of Audit Committee)	C-Suite Management	Associate Director, Corporate Compliance	Company Employee
Procedures	Responsible Person / Party in Charge				
a) <u>Investigation Procedures</u> (refer to Section 9a) Send an acknowledgement receipt to the Whistleblower	Chairman of Board of Directors	Chairman of Audit Committee	Associate Director, Corporate Compliance	CEO	Associate Director, Corporate Compliance
b) <u>Investigation Procedures</u> (refer to Section 9b) To be consulted before further actions are taken	Chairman of Board of Directors	Chairman of Audit Committee	Chairman of Audit Committee	Chairman of Audit Committee	Chairman of Audit Committee
c) <u>Investigation Procedures</u> (refer to Section 9c) Determine the follow-up actions	Board of Directors	Audit Committee	Audit Committee	Audit Committee	Audit Committee
d) <u>Investigation Procedures</u> (refer to Section 9d) Approve and decide on investigation details	Chairman of Board of Directors	Chairman of Audit Committee	Chairman of Audit Committee	Chairman of Audit Committee	Chairman of Audit Committee
e) <u>Investigation Procedures</u> (refer to Section 9g) Review the investigation report	Board of Directors	Board of Directors	Audit Committee	CEO <u>and</u> Audit Committee	CEO <u>and</u> Audit Committee
f) <u>Investigation Procedures</u> (refer to Section 9g) Determine the disciplinary or corrective action(s) as appropriate	Board of Directors	Board of Directors	Audit Committee	Audit Committee	Audit Committee
g) <u>Appeal Procedures</u> (refer to Section 10) Recipient of appeal	Chairman of Board of Directors	Chairman of Audit Committee	Chairman of Audit Committee	Chairman of Audit Committee	Chairman of Audit Committee
h) <u>Appeal Procedures</u> (refer to Section 10) - Consider whether the investigation undertaken was appropriate or further investigation should be undertaken; and - Jointly agree with an appropriate person to undertake further investigation	Alternate Chairperson <u>and</u> Chairman of Board of Directors	Chairman of Audit Committee <u>and</u> Chairman of Board of Directors	Chairman of Audit Committee <u>and</u> Chairman of Board of Directors	CEO <u>and</u> Chairman of Audit Committee	CEO <u>and</u> Chairman of Audit Committee