



中國航天國際控股有限公司  
**CHINA AEROSPACE INTERNATIONAL HOLDINGS LIMITED**  
*(Incorporated in Hong Kong with limited liability)*  
(Stock code: 31)

## **Whistle-blowing Policy**

(Approved and adopted by the Board on 30 August 2022)

### **1. Purpose**

China Aerospace International Holdings Limited (the “Company”) is committed to establishing best practices in corporate governance. This policy is formulated in accordance with the relevant requirements under the Listing Rules. It aims to protect the economic interests of the Company; to regulate the conduct of employees at all levels; to strengthen safeguard to prevent and combat financial fraud; and to detect and deter misconduct and malpractice within the Company. This policy is designed to enable employees and external stakeholders who have business dealings with the Company (e.g. suppliers, customers, agents, consultants and contractors, etc.) (hereafter collectively “External Stakeholder”) to report any misconduct, malpractice or irregularities in any matters related to the Company. The Chairman of the Audit Committee will handle such reports directly.

### **2. General Policy**

- 2.1 “Whistleblowing” refers to an act where an employee or External Stakeholder reports concerns about any suspected misconduct, malpractice, including improprieties in financial reporting, to the Chairman of the Audit Committee of the Company.
- 2.2 In order to ensure the whistleblower will not be unfairly dismissed or victimized due to any genuine report made in accordance with this policy, all reported information will be kept confidential and the relevant report will be reviewed and handled by the Chairman of the Audit Committee directly to protect the interests of the whistleblower.
- 2.3 Reports related to customer service or products are generally not dealt with under this policy, unless such complaints involve activities that constitute misconduct, fraud and irregularity as set out in section 4. Otherwise, these complaints should be directed to the relevant unit/department (e.g. Customer Service).
- 2.4 The whistleblower should provide sufficient supporting evidence. The report should be specific and clear with relevant details of the irregularity, misconduct or malpractice that involved.

### 3. Scope of Reporting

The reporting scope of irregularity and misconduct includes but not confined to, any actions taken directly or indirectly by management or employees to prejudice the truthfulness and accuracy of financial reports; impropriety or fraud relating to financial reporting, internal control, internal audit or other financial matters; other misconduct such as fraud, bribery and corruption, non-compliance of legal obligations or regulatory requirements, acts that endanger the health and safety of individuals, discriminatory acts, violations of labor contracts, etc.

### 4. Reporting Channels

- 4.1 The whistleblower can make a report by filling in the “Reporting Form” attached as Annex 1 of this policy and submit the completed form in a sealed envelope. Please write clearly the name and contact number of the whistleblower and the relevant details of the complaint in the form. The whistleblower can choose to report anonymously but may not receive a reply and investigation outcome.
- 4.2 All reports should be made in writing addressing to the “**Company Secretary**” and mark “**Report**” on the envelope. If the complaint is made against the Company Secretary, the report should be sent directly to the “**Chairman of the Audit Committee**”.
- 4.3 Report should be sent by mail in a sealed and clearly marked envelope to the following address:  
Room 1103-1107A, One Harbourfront, 18 Tak Fung Street, Hung Hom, Kowloon, Hong Kong

### 5. Reporting Process

- 5.1 The Company Secretary will register the receipt of the report and submit it directly to the Chairman of the Audit Committee:
  - 5.1.1 The Chairman of the Audit Committee will review the report received and determine how the investigation should proceed. The Audit Committee will organize an investigation panel to investigate the reported cases that should be handled by the investigation panel. The investigation panel will comprise members of the Audit Committee and staff designated by the Chairman of the Audit Committee. The Chairman of the Audit Committee will be the person in charge of the investigation panel, and at the same time notify the Chairman / President (if not the subject of the complaint, nor have been involved in the subject matter of the complaint), so as to arrange the Company to fully cooperate and assist in the investigation (including dispatching personnel to assist, authorize unobstructed access to relevant documents). In case the Chairman / President is the subject of the complaint, or have been involved in the subject matter of the complaint, the Chairman of the Audit Committee has the right to directly dispatch any personnel of the Company and obtain any documents to assist in the investigation. For the reported cases that need not be investigated by the Audit Committee, the Chairman of the Audit Committee has the right to refer the cases to the relevant departments / supervisors for appropriate follow-up actions. Reported

cases without sufficient information for investigation will be directed to the Company Secretary for registration and filing.

- 5.1.2 The Chairman of the Audit Committee will reply to the sender within five working days upon receipt of a report and advise whether or not the reported matter is to be investigated.
  - 5.1.3 The investigation panel should conduct investigation according to the actual situation of the specific reported matters. The members of the investigation panel must be independent and are not conflicted to the reported matters.
  - 5.1.4 The head of the investigation panel shall decide whether to contact the whistleblower to obtain additional information according to the specific circumstances. If necessary, the investigation panel shall not meet face to face with the whistleblower to reduce the risk of the whistleblower.
  - 5.1.5 The head of the investigation panel has reasonable discretion to deal with reports. If the respondent involves multiple members of the management, or the company fails to cooperate and assist (included but not limited to mobilizing company personnel, providing relevant documents, etc.) the head of the investigation panel to conduct the investigation, the head of the investigation panel may consider reporting to the relevant law enforcement agencies or report to regulatory agencies.
  - 5.1.6 If the head of the investigation panel deems it is reasonably necessary, he/she may seek assistance from professionals or intermediaries, and the Company will pay for the expenses.
  - 5.1.7 After the necessary investigation procedures are completed, the investigation panel will issue an investigation report based on the facts verified by the investigation, which will be reviewed by the Audit Committee and put forward for appropriate follow-up actions.
  - 5.1.8 Where reasonably practicable, the whistleblower will be informed of the final outcome of the investigation.
  - 5.1.9 If there is sufficient evidence to suggest that the reported matters involve criminal offence during the investigation, the head of the investigation panel shall report the matter to the law enforcement authorities, and the relevant investigation shall not affect any future investigation conducted by the law enforcement authorities.
- 5.2 If the complaint is made against the Company Secretary, the letter, remains sealed, shall be submitted to the Chairman of the Audit Committee for review after registration, and shall be handled in accordance with the procedures set out in section 5.1.1 to 5.1.9.

## **6. Record of Report Files**

- 6.1 Whistleblower files refer to all the materials that record the whole process from the registration, acceptance/non-acceptance, investigation to reporting of reported matters, including all text materials, audio recordings and other forms of materials.
- 6.2 After the issuance of the investigation report, the head of the investigation panel (including the reports handled and followed up by the department head of the relevant departments/supervisors) needs to collect and sort out the relevant report files, and then registered by the Company Secretary and transfer them to the Company for filing. All report files are classified as confidential management documents.

## **7. Reporting Requirements and Regulations<sup>1</sup>**

- 7.1 The investigation panel should keep the relevant information of the whistleblower and the specific content of the reported matter strictly confidential, and the relevant investigation task should be carried out without revealing the identity of the whistleblower. Unless consent is given by the whistleblower, the name, employment unit, contact information and all other information of the whistleblower shall not be disclosed under any circumstances. The relevant persons involved in the case shall not be notified in any form. Any member of the investigation panel who violates confidentiality regulations or improperly perform his/her duties need to be dealt with severely according to the circumstances and consequences.
- 7.2 The whistleblowing investigation implements the avoidance system. If the member of the investigation panel is a relative or friend of the whistleblower or the person being reported, or if he/she, his/her relatives or friends have an interest in the reported matter, and other circumstances that may affect the fair handling of the reported matter, the member of the investigation panel should take the initiative to withdraw, and the whistleblower also has the right to request the member of the investigation panel who is related to or involved in the reported matter to withdraw.
- 7.3 When the whistleblower is required to cooperate with the investigation and evidence collection, the whistleblower shall actively cooperate, and shall not provide false information or interfere with the whistleblowing investigation.
- 7.4 The whistleblower should try his/her best to grasp the name, unit, specific circumstances and evidence of violation of laws and disciplines, and be responsible for the content of the report, not to report on behalf of others, and not to use the whistleblowing system to retaliate against the reported person. Those who have been verified to intentionally falsely accuse or defame the reported person will be severely punished.
- 7.5 No entity or individual may block or suppress the whistleblower's report under any pretext, and may not take any means to retaliate against the whistleblower.

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<sup>1</sup> Sections 7.1 to 7.5 do not apply to anonymous reports.

7.6 Relevant departments and person should actively cooperate with the members of the investigation panel in carrying out investigation and evidence collection.

### **8. Reporting Rewards**

In order to encourage employees to make reports, all verified reports will be rewarded according to the situation, and the reward method will be decided by the Chairman/President.

### **9. False Reports**

If the whistleblower maliciously makes a false report due to ulterior motives or for personal gain, the Company reserves the right to take appropriate action against any relevant person (including the whistleblower) to recover any loss or damage caused by the false report. The employee may also face internal discipline.

### **10. Corrective Actions**

For reported matters that have been investigated by an investigation panel organized by the Audit Committee, the investigation panel will issue an investigation report and propose corrective measures after the investigation to ensure accountability. Other reported matters that are eligible for investigation shall be reported to the Chairman of the Audit Committee after the issuance of the investigation report and corrective measures proposed by relevant department/supervisor.

### **11. Interpretation and Monitoring**

This policy is interpreted by the Audit Committee, which is responsible for the implementation, supervision and review of this policy. The investigation panel (and the relevant department/supervisor as directed by the Chairman of the Audit Committee) is responsible for investigating reported matters and following up relevant corrective actions upon which under the scrutiny of the Audit Committee. This policy is reviewed annually for effectiveness by the Audit Committee.

### **12. Effective Date and Implementation**

This policy will be implemented from the date of publication, “Policy for Employees Raising Concerns About Improper Behavior in Financial Reporting” (approved by the Board of Directors at the meeting on 26 March 2012 and amendment adopted at the meeting on 23 November 2021) shall be repealed at the same time, and the Board of Directors shall be responsible for reviewing and approving the revision of this policy.

**Annex I**  
**China Aerospace International Holdings Limited**  
**Whistle-blowing Report Form**  
***Confidential***

The Company is committed to maintaining the highest standards of openness, integrity and accountability. In order to implement this commitment, the company has formulated a whistle-blowing policy for employees of the Company and its subsidiaries and other stakeholders to express their concerns about possible improper behaviors in the Company's operations and internal financial reporting or internal control issues, etc. and file a report.

In most cases, whistleblowers want the process to be kept confidential. Therefore, the Company will reasonably and endeavor to avoid disclosing the identity of the whistleblower. Once completed, this form becomes a confidential document.

Please put the form in a sealed envelope, clearly write with attention to "**the Company Secretary**" and mark "**Report**", and mail it to "Room 1103-07A, 11/F, One Harbourfront, 18 Tak Fung Street, Hung Hom, Kowloon, Hong Kong". If the report is made against the Company Secretary, please write with attention to the "**Chairman of the Audit Committee**" directly.

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**Sender's Information**

Name:

Employee (Company/Department: \_\_\_\_\_)

Other stakeholders (please specify: \_\_\_\_\_)

Phone number:

e-mail:

Correspondence Address:

Date:

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Name(s) of person(s) involved (if known):

Report details (please provide details of the proposed report and provide any supporting evidence):

*Personal Information Collection Statement*

*The personal data collected will only be used for purposes directly related to the reported incident that you have notified. The personal data submitted will be held and kept confidential by the company, and may be transferred to the persons or institutions that should be in contacts in handling this case, including the respondents or other relevant persons or institutions, and the personal data provided may also be disclosed to law enforcement agencies or other relevant entities. In accordance with the Hong Kong Personal Data (Privacy) Ordinance (if applicable), you have the right to access and correct your personal data held by the Company. If you wish to exercise these rights, the request must be made in writing and addressed to the Company's address listed in this report form.*