



JOHN SWIRE & SONS

John Swire & Sons (H.K.) Limited Whistleblowing Policy

1. General

- 1.1 John Swire & Sons (H.K.) Limited is committed to high standards of business ethics and corporate governance. We believe in dealing appropriately with our employees, those with whom we do business and the communities in which we operate. We therefore encourage our employees and third parties to report suspected or actual improprieties involving John Swire & Sons (H.K.) Limited and its subsidiaries (**JS&SHK**) and their respective directors, officers, employees and any of its suppliers, contractors, agents, and other third parties who are acting for or on behalf of JS&SHK. This document contains our whistleblowing policy (**Policy**). It sets out how reports of suspected or actual improprieties can be made and how they are reviewed and investigated.
- 1.2 This Policy applies to all employees (including secondees, officers and directors) of JS&SHK (**Relevant Persons**) and to suppliers, contractors, agents and other third parties who deal with JS&SHK (**Third Parties**). Associated and joint venture companies are encouraged to establish whistleblowing policies comparable to this Policy.

2. Whistleblowing and improprieties

- 2.1 **Whistleblowing** is where a Relevant Person or a Third Party (each a **Whistleblower**) who, in good faith, has reasonable cause to believe that anyone acting for or on behalf of JS&SHK anywhere in the world has acted, or is now or may be intending to act illegally, improperly or in a manner which is contrary to applicable laws or regulations, including policies and practices JS&SHK and Swire Pacific Limited and its subsidiaries (Swire Pacific Group) may issue from time to time, raises those concerns to the relevant JS&SHK or Swire Pacific Group company.
- 2.2 Improprieties include misconduct, malpractice and unethical behaviour. It is not possible to give an exhaustive list. Examples include the following:
- 2.2.1 conduct or practices which are illegal or breach any applicable law, regulation or code of conduct;
 - 2.2.2 fraudulent or corrupt conduct;
 - 2.2.3 misappropriation of property;
 - 2.2.4 misleading or deceptive conduct (including misrepresentation), which leads to improper, misleading or breach of accounting, financial reporting or internal control requirements or practices;
 - 2.2.5 violation of any JS&SHK or Swire Pacific Group policies, including without limitation, the Corporate Code of Conduct;
 - 2.2.6 action or inaction which could potentially endanger the health or safety of another person or any property, or cause serious harm to the environment;
 - 2.2.7 harmful, discriminatory or retaliatory action taken against a Whistleblower for having made a report under this Policy; and
 - 2.2.8 intentional concealment or omission of information relating to any of the above.



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2.3 Improprieties include harassment, discrimination and workplace bullying, which can be reported under JS&SHK's Respect in the Workplace Policy or under this Policy.

3. Confidentiality

3.1 Both the identity of the Whistleblower and any persons named in any report should be protected to the extent practicable from any disclosure that may prove harmful to the interests or reputation of the parties.

3.2 All information received from a Whistleblower will be kept confidential, except where there is a legal or regulatory requirement to disclose it (including stock exchange rules or for audit purposes) or where it is disclosed to law enforcement or comparable authorities. In addition, the identity of a Whistleblower may need to be disclosed in order to investigate the concern raised by the Whistleblower.

3.3 The Whistleblower must, except where there is a legal or regulatory requirement to disclose, keep confidential the existence and subject matter of the report and the identities of all those mentioned in the report.

4. The contents of a report

Reports made by Whistleblowers should include details of the suspected or actual impropriety (including names of those involved and relevant times, dates and places), reasons for the report and any available supporting documentary and other evidence. Full evidence is not expected, provided the report is made in good faith, but the more that can be provided, the easier it will be to investigate the matter.

5. How to make a report

5.1 Third Parties should make their report to the Group Internal Audit Department (**GIAD**) or EthicsPoint, a designated third-party service provider (**Service Provider**). Reports to GIAD can be made in writing or, by prior appointment, in person.

5.2 Relevant Persons should make their reports to any of the following:

5.2.1 GIAD;

5.2.2 Service Provider;

5.2.3 The Relevant Person's immediate supervisor, the Head of the Department in which the Relevant Person works or the Staff Director.

5.3 The email address of GIAD is group.audit@jsshk.com. The contact details of the Service Provider can be found at swire.ethicspoint.com.

5.4 Where a report is made to somebody other than GIAD, it may be provided to GIAD for further investigation.



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6. Anonymous reports

Whistleblowers are strongly encouraged to provide their names and contact details, so that clarification of their reports and further information can be obtained from them. However, Whistleblowers who are not comfortable identifying themselves may report anonymously, although in such instances our ability to investigate the allegations and/or follow up with the Whistleblower may be seriously restricted.

7. Investigations

7.1 All reports will be referred to GIAD and/or the Staff Director.

7.2 Depending on the nature of the report received, GIAD and/or the Staff Director will carry out a preliminary review to understand the circumstances around the allegations made, based on information provided by the Whistleblower. All preliminary assessments will be reported to the Head of GIAD and/or the Staff Director (as the case may be) prior to the commencement of any investigative work.

7.3 Subsequent to the preliminary review, the Head of GIAD and/or the Staff Director will discuss the case with the relevant senior management of JS&SHK, including the scope of any proposed investigation or other proposed action (e.g., report to law enforcement where appropriate).

7.4 The scope of any investigation may include interviews, examination of documents and the obtaining of legal advice. The outcome of any investigation (including any corrective action) will be reported to the relevant management of JS&SHK. The result of any investigation may be communicated to the Whistleblower, where it is deemed appropriate by JS&SHK.

7.5 If, having considered the facts available, JS&SHK is of the opinion that a criminal offence may have been committed, we will seek legal advice to determine if it is necessary to, and if so, we will, refer the matter to the appropriate authorities for their further action.

7.6 GIAD will keep a record of all reports made by Whistleblowers and what actions were taken (if any) in response. The record will include the name of the Whistleblower, a summary of the report and details and the outcome of the resulting review and (if there is one) investigation.

7.7 Relevant Persons who are found to have perpetrated or participated in an impropriety will be subject to disciplinary action, which may include termination of employment. In the case of any suspected corruption or other criminal offences, a report will be made to the appropriate authorities in the relevant countries, as we may consider appropriate.



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8. No retaliation or victimisation

Retaliation against or victimisation of a Whistleblower who acts in good faith will not be tolerated. Nor will a Whistleblower suffer any detriment as an employee (for example demotion or an unwanted transfer). Disciplinary action will be taken with respect to any instance of retaliation.

9. False reports

If a Whistleblower makes a report which is found to be capricious, malicious or knowingly false or made for personal gain, any review or investigation will cease, a report may be made to law enforcement authorities and action may be taken to recover losses and damages. If the Whistleblower is a Relevant Person, disciplinary action will be taken, which may include termination of employment. No such action will be taken if a report is made in good faith.

10. Retention

All records of reports or complaints made, including results of any investigation, shall be retained for a period of not more than seven years following completion of the investigation (if any) or closure of the matter.

11. Policy Governance and Review

This Policy has been approved by the Board of JS&SHK. The Staff Director is responsible for reviewing this Policy, recommending changes, and addressing issues of concern.

Changes to this Policy may be made from time to time. This Policy and any changes will be posted on the Swire Live. The version stored on the Swire Live shall be retained as the most current and authoritative version of this Policy.

Approved by the Board: 14th September 2022