



JOHN SWIRE & SONS

Policy and Procedure Guidelines

WHISTLEBLOWING

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 adopt 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 may pose reputational harm to or is contrary to applicable laws or regulations, including policies and practices of JS&SHK and Swire Pacific Limited (**Swire Pacific**), may issue from time to time, raises those concerns to JS&SHK or Swire Pacific.
- 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 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 also 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 or prejudicial to the interests or reputation of such 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 required or necessary to be 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**). All reports sent to the Service Provider will be provided to the Head of GIAD. Reports can be made in writing or, by prior appointment with the Head of GIAD, in person.
- 5.2 Relevant Persons should make their reports to any of the following:
- 5.2.1 GIAD at group.audit@jsshk.com;
 - 5.2.2 Director, People of the People Department at directorpeople@jsshk.com;
 - 5.2.3 Service Provider – the contact details of the Service Provider can be found at swire.ethicspoint.com.
- 5.3 Where a report is made to any party other than GIAD, it will be provided to the Head of GIAD for further investigation.



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. This provides the best opportunity to investigate the incident comprehensively. 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. Preliminary assessment and investigation

- 7.1 All reports will be referred to the Head of GIAD and the Director, People.
- 7.2 Depending on the nature of the allegations made in the report, the Head of GIAD and the Director, People will invite other appropriate representatives of JS&SHK (unless they are named in the whistleblowing incident) to carry out a preliminary assessment to understand the facts and circumstances around the allegations made, based on information provided by the Whistleblower.
- 7.3 Findings of the preliminary assessment will be discussed with the Head of GIAD and the Director, People to assess if further investigation by GIAD is necessary or required including the scope of any proposed investigation or other proposed action (e.g., report to appropriate authorities or law enforcement authorities, where appropriate). Any action (including disciplinary action) shall be reviewed and approved by the Whistleblowing Review Committee, formed by the Head of GIAD, the Director, People and the Finance Director of Swire Pacific to ensure such action(s) is/are consistently applied across JS&SHK.
- 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, including disciplinary action) will be reported to the audit committee of Swire Pacific and the management team of JS&SHK. A summary of any investigation will also be shared with the Swire Pacific Group Risk Management Committee and the JS&S Legal Committee. 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, legal advice will be sought to determine if it is necessary to, and if so, refer the matter to the appropriate authorities or law enforcement 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 any 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 Directors of JS&SHK. The Director, People 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 Swire Live. The version stored on Swire Live shall be retained as the most current and authoritative version of this Policy.