

## WHISTLEBLOWING MECHANISM

Keck Seng Investments (Hong Kong) Ltd. (hereunder “KSI Group”) is committed to the highest standards of openness, probity and accountability. We expect all employees to conduct themselves with integrity, impartiality and honesty. In line with our commitment, a whistleblowing mechanism has been put in place for our employees and all hotel sub-contracted staff (staff seconded by hotel management companies). It is designed to encourage them to raise serious concerns in confidence about misconduct, fraudulent activities or malpractices in any matter related to KSI Group through this reporting channel.

All concerns should be made in writing to the Head of Internal Audit and/or the Executive Director (in charge of Finance related matters):

- by e-mail (to [ksi.internal.audit@oceangardens.com.mo](mailto:ksi.internal.audit@oceangardens.com.mo) and/or [pst@oceangardens.com.mo](mailto:pst@oceangardens.com.mo)); or
- by post:

Unit 2902, 29/F., West Tower, Shun Tak Centre  
168-200 Connaught Road Central  
Hong Kong

Persons raising the concerns are required to disclose their identities, positions and contact details. Anonymous disclosure will not be considered. Any person making a genuine and appropriate complaint through this channel will be treated fairly and properly. All reports of complaints, including the identity of the person, will be treated with the strictest confidence.

## POLICY

We are committed to the highest possible standards of openness, probity and accountability. In line with that commitment we expect and encourage you (our employees) who have concerns about any suspected misconduct or malpractice within the company to come forward and voice those concerns.

While we could not guarantee that we will handle the report in the way you might wish, we will endeavor to respond to your concerns fairly and properly.

## SCOPE

This policy applies to employees at all levels, divisions and hotels. It also applies to all hotel sub-contracted staff.

	Whistleblowing Policy	Page 1 of 7 Version 1.0
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**PROTECTION AND SUPPORT FOR WHISTLEBLOWERS**

Persons making appropriate complaints under this policy are assured of protection against unfair dismissal, victimization or unwarranted disciplinary action, even if the concerns turn out to be unsubstantiated. Persons who victimize or retaliate against those who have raised concerns under this policy will be subject to disciplinary actions.

**RESPONSIBILITY FOR IMPLEMENTATION OF POLICY**

The Board's Audit Committee has overall responsibility for this policy, but has delegated day-to-day responsibility for overseeing and implementing it to the Executive Director (in charge of Finance related matters). Responsibility for monitoring and reviewing the operation of the policy and any recommendations for action resulting from investigation into complaints lies with the Audit Committee. Management must 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 you have any questions about the contents or application of this policy, you should contact the Executive Director.

**MISCONDUCT, FRAUDULENT ACTIVITIES AND MALPRACTICE**

It is impossible to give an exhaustive list of the activities that constitute misconduct, fraudulent activities or malpractice but, broadly speaking, we would expect you to report the following:

- 1) A criminal offence;
- 2) A failure to comply with any legal obligations;
- 3) A miscarriage of justice;
- 4) A financial impropriety;
- 5) An action which endangers the health and safety of any individual;
- 6) An action which causes damage to the environment;
- 7) The deliberate concealment of information concerning any of the matters listed above.

While we do not expect you to have absolute proof of the misconduct or malpractice reported, the report should show the reasons for the concerns. If you make a report in good faith then, even if it is not confirmed by an investigation, your concerns would be valued and appreciated.

## **FALSE REPORT**

If you make a false report maliciously, with an ulterior motive, without reasonable grounds that the information in the report is accurate or reliable, or for personal gain, you may face disciplinary action, including the possibility of dismissal.

## **MAKING A REPORT**

You can make a report verbally or in writing in the standard report form attached to this policy as **Appendix A**. We would normally expect you to raise your concerns internally to your line manager (or his or her superior) within the department then file the formal report to the Internal Audit Department and the Executive Director. If you choose to make a verbal complaint, Internal Audit team will record your verbal complaints and request you to sign the written record.

If you feel uncomfortable doing this, for example, your line manager has declined to handle your case or it is the line manager who is the subject of the report, then you should directly contact the Internal Audit Department and/or Executive Director.

If the report is extremely serious or in any way involves any Executive Director or other senior executives, you should report it directly to the Chairman of the Audit Committee.

## **CONFIDENTIALITY**

We will make every effort to keep your identity confidential. In order not to jeopardize the investigation, you should also keep the fact that you have filed a report, the nature of your concerns and the identity of those involved confidential.

There may be circumstances in which, because of the nature of the investigation, it will be necessary to disclose your identity. If such circumstances exist, we will endeavor to inform you that your identity is likely to be disclosed. If it is necessary for you to participate in an investigation, the fact that you made the original disclosure will, so far as is reasonably practicable, be kept confidential. However, it is also possible that your role as the whistleblower could still become apparent to third parties during investigation.

Equally, should an investigation lead to a criminal prosecution, it may become necessary for you to provide evidence or be interviewed by the authorities. In these circumstances, we will, once again, endeavor to discuss with you the implications for confidentiality.

You should, however, know that in some circumstances, we may have to refer the matter to the authorities without prior notice or consultation with you.

## ANONYMOUS REPORT

We respect that sometimes you may wish to file the report in confidence. However, an anonymous allegation will be much more difficult for us to follow up simply because we will not be able to obtain further information from you and make a proper assessment. We generally do not encourage anonymous reporting and encourage you to come forward with your concerns.

## INVESTIGATION PROCEDURES

For quick reference, please refer to the flowchart in **Appendix B**.

We will acknowledge receipt of your report within 10 working days confirming that:

- 1) Your report has been received;
- 2) The matter will be investigated;
- 3) Subject to legal constraint, you will be advised of the outcome in due course.

A designated senior officer will be appointed to manage the report.

We will evaluate every report received to decide if a full investigation is necessary. If an investigation is warranted, an investigator (with suitable seniority and without previous involvement in the matter) from the Internal Audit department (assisted by other relevant departments or other external resources if needed) will be appointed to look into the matter. The format and length of an investigation will vary depending upon the nature and particular circumstances of each report made. Where the report discloses a possible criminal offence, we will refer the matter to the Audit Committee. The Audit Committee will decide if the matter should be referred to the authorities for further action. In summary, the matters raised may:

- 1) be investigated internally;
- 2) be referred to the external auditors;
- 3) be referred to the relevant public bodies or regulatory/law enforcement authorities (such as the Independent Commission Against Corruption in Hong Kong) for further action in consultation with our legal advisers (if needed); and/or
- 4) form the subject of any other actions as the Audit Committee may determine in the best interest of KSI.

As stated under the section ‘Confidentiality’, in most cases, we will endeavor to discuss with you before referring a matter to the authorities. However, in some situations, we may have to refer the matter to the authorities without prior notice or consultation with you.

Please note that once the matter is referred to the authorities, we will not be able to take further action on the matter, including advising you of the referral.

You may be asked to provide more information during the course of the investigation. The investigation report will be reviewed by a Code of Conduct Committee comprising senior officers such as the Executive Director, Head of Internal Audit, senior executives or Group Human Resources Manager.

Possible outcomes of the investigation:

- 1) The allegation could not be substantiated;
- 2) The allegation is substantiated with one or both of the following:
  - i) Corrective action taken to ensure that the problem will not occur again;
  - ii) Disciplinary or appropriate action against the wrongdoer.

A final report, with recommendations for change (if appropriate), will be produced to the Audit Committee. The Audit Committee will review the final report and make recommendations to the Board.

You will receive in writing the outcome of the investigation. Because of legal constraints, we will not be able to give you details of the action taken or a copy of the report.

Subject to the nature and complexity of the matter, we expect to complete the investigation and provide you with the outcome in 6 months.

If you are not satisfied with the outcome, you could raise the matter again with the Internal Audit Department and the Executive Director. You should make another report explaining why this is the case. If there is good reason, we will investigate into your concerns again.

You could, of course, raise the matter with an external authority such as a regulator or a law enforcement agency. Please ensure that you have sufficient evidence to support your concerns. Before reporting your concerns externally, we encourage you to discuss with the Internal Audit Department and/or Executive Director.

You could also consult your legal advisers.

## **MONITORING THE WHISTLEBLOWING POLICY AND PROCEDURE**

The use and effectiveness of this whistleblowing policy will be monitored and reviewed regularly by the Internal Audit Department.

	Whistleblowing Policy	Page 5 of 7 Version 1.0
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**APPENIX A****WHISTLEBLOWING REPORT FORM  
CONFIDENTIAL**

We are committed to the highest possible standards of openness, probity and accountability. In line with that commitment we expect employees who have concerns about any suspected misconduct or malpractice within the company to come forward and voice those concerns.

It is recognized that in most cases the person raising concerns will wish to be dealt with on a confidential basis. All reasonable efforts will therefore be made to avoid revealing the person's identity.

If you wish to make a written report, please use this report form and email to [ksi.internal.audit@oceangardens.com.mo](mailto:ksi.internal.audit@oceangardens.com.mo) and/or [pst@oceangardens.com.mo](mailto:pst@oceangardens.com.mo).

Once completed, this report becomes confidential.

Name:
Address:
Tel No:
Email:
Date:
The names of those involved (if known):
Details of concerns: Please provide full details of your concerns: names, dates and places and the reasons for the concerns (continue on separate sheet if necessary) together with any supporting evidence.
<p><b><i>Personal Information Collection Statement</i></b></p> <p>All personal data collected will only be used for purposes which are directly related to the whistleblowing case you reported. Any anonymous reports not supplying such personal data in general will not be acted upon. Therefore, it is strongly recommended that the report should not be made anonymously. The personal data submitted will be held and kept confidential by KSI and may be transferred to parties with whom we will contact during our handling of this case, including the party being complained against or other parties concerned. The information provided may also be disclosed to law enforcement authorities or other concerned units. Where relevant, under the Personal Data (Privacy) Ordinance of Hong Kong, you shall have the right to request access to and correction of your personal data. If you wish to exercise these rights, requests should be made in writing to the Internal Audit Department (<a href="mailto:ksi.internal.audit@oceangardens.com.mo">ksi.internal.audit@oceangardens.com.mo</a>).</p>

**APPENDIX B**

**INVESTIGATION PROCEDURES**

