



## **ABLE ENGINEERING HOLDINGS LIMITED**

**安保工程控股有限公司**

*(Incorporated in Caymen Islands with limited liability)*

**(Stock Code: 1627)**

### **WHISTLEBLOWING POLICY FOR REPORTING POSSIBLE IMPROPRIETIES IN MATTERS OF FINANCIAL REPORTING, INTERNAL CONTROL OR OTHER MATTERS**

#### **1. Purpose**

- 1.1 Able Engineering Holdings Limited (the “Company”) and its subsidiaries (collectively, the “Group”) are committed to achieving and maintaining the highest standards of openness, probity and accountability. In line with this commitment, the Company expects and encourages employees of the Group and those who deal with the Group (e.g. customers, suppliers, creditors and debtors) to report to the Company any suspected impropriety, misconduct or malpractice within the Group.
- 1.2 This Policy aim to provide reporting channels and guidance on reporting possible improprieties in matters of financial reporting, internal control or other matters, and reassurance to whistleblowers of the protection that the Group will extend to them against unfair dismissal or victimisation for any genuine reports made under these Procedures.

#### **2. Scope**

- 2.1 This Policy applies to all employees of the Group as well as independent third parties who deal with the Group.

#### **3. Reportable Incidents**

- 3.1 The Group expects all employees to apply the Code of Conduct principles in the conduct of the Group’s business. Employee behaviour that is not in line with Code of Conduct principles could constitute a misconduct, malpractice, or irregularity that should be reported.

- 3.2 Whilst it is impossible to provide an exhaustive list of the activities that constitute impropriety, misconduct or malpractice, this Policy are intended to cover serious concerns that could have an impact on the Group, which include but not limited to:
- (a) criminal offences;
  - (b) breach of legal or regulatory requirements;
  - (c) malpractice, impropriety or fraud in financial reporting, internal control or other financial matters of the Group;
  - (d) breach of rules, policies or internal controls of the Group;
  - (e) endangerment of the health and safety of an individual;
  - (f) discrimination or harassment;
  - (g) damage caused to the environment;
  - (h) professional, ethical or other malpractices or wrongdoings; and
  - (i) improper conduct or unethical behaviour likely to prejudice the standing of the Group.

#### **4. Protection**

- 4.1 In making a report, the reporting person or entity (the “Reporter”) should exercise due care to ensure the accuracy of the information.
- 4.2 The Reporter making appropriate reports under this Policy is assured of protection against unfair dismissal, victimisation or unwarranted disciplinary action, even if the reports are subsequently proved to be incorrect or unsubstantiated. Harassment or victimisation of a genuine Reporter is treated as gross misconduct.

#### **5. Confidentiality**

- 5.1 The Group will make every effort, within its capacity to do so, to keep a Reporter’s identity confidential. The Group will endeavour to advise a Reporter in advance if his or her identity may become apparent or required to be disclosed in compliance with any applicable law or regulation, by any relevant regulatory authority including The Stock Exchange of Hong Kong Limited (the “Stock Exchange”), or by the order or directive of any court having jurisdiction over the Company.
- 5.2 In order not to jeopardise the investigation, the Reporter is also required to keep confidential the fact that he or she has filed a report as well as the nature of concerns and the identities of those involved.

## **6. Procedures**

### **6.1 *Making a Report***

- (a) Every report shall be made in person or in writing and by post, using the standard form (Whistleblower Report Form) attached as Annex 1 of this policy, to the Audit Committee at No.155 Waterloo Road, Kowloon Tong, Kowloon, Hong Kong (via the Company Secretary). The Chairman of the Audit Committee shall then determine the course of action to pursue, with power to delegate, with respect to the report;
- (b) all written reports by post shall be sent in a sealed envelope clearly marked “Strictly Private and Confidential – To be Opened by Addressee” to ensure confidentiality;
- (c) each Reporter is required to provide details of improprieties (including relevant incident(s), behaviour, activity or activities, name(s), date(s), place(s) and any other relevant information) on the report; and
- (d) details of the Reporter (including name, department/business unit, company, contact number, address or email address) are not required but are encouraged to be provided so as to facilitate the investigation and such details will be kept in the strictest confidence.

### **6.2 *Investigation***

6.2.1 The format and length of an investigation will vary depending upon the nature and particular circumstances of each report made. Where appropriate, the reports raised may:

- (a) be investigated internally by the Audit Committee or if delegated by the Audit Committee, the Company Secretary, the human resources department or other departments of the Company;
- (b) be referred to the external auditor as instructed by the Audit Committee;
- (c) be referred to the relevant public or regulatory bodies as instructed by the Audit Committee; and/or
- (d) form the subject of any other actions as the Audit Committee may determine in the best interest of the Group.

6.2.2 The Chairman of the Audit Committee will, or via the Company Secretary, respond to the Reporter, if contactable, as soon as practicable upon receipt of the report:

- (a) acknowledging receipt of the report;
- (b) advising the Reporter as to whether or not the matter will be investigated further and, as appropriate, the actions taken or being taken or the reasons for no investigation being made;
- (c) where practicable, giving an estimate of the timeline for the investigation and final response; and
- (d) indicating if any remedial or legal action is or is to be taken.

## **7. False Reports**

7.1 If a Reporter makes a false report maliciously, with an ulterior motive, or for personal gain, the Group reserves the right to take appropriate actions against anyone (employees or Third Parties) to recover any loss or damage as a result of the false report. In particular, employees may face disciplinary action, including dismissal where appropriate.

## **8. Responsibility**

8.1 The Audit Committee has overall responsibility for this policy. Responsibility for monitoring and reviewing the operations of this policy and any recommendations for action resulting from investigation into the concerns lies with the Audit Committee.

8.2 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 of. If any employees have any questions about the contents or application of this policy, they should contact the Audit Committee or the Company Secretary.

1 Jun 2017

*The Chinese version of this document is for reference only. In case of any discrepancies or inconsistency between the English version and Chinese version, the English version prevails*

## ANNEX I

### ABLE ENGINEERING HOLDINGS LIMITED WHISTLEBLOWER REPORT FORM (CONFIDENTIAL)

Able Engineering Holdings Limited (the “Company”) and its subsidiaries (the “Group”) is committed to the highest possible standards of openness, probity and accountability. In line with that commitment, the Company encourages employees of the Group and related third parties (e.g. customers, suppliers, etc., who deal with the Company) to raise concerns and report in confidence, about misconducts, malpractices or irregularities in any matters related to the Company.

It is recognized in most case that the person raising concerns (the “Reporters”) will wish to be dealt with on a confidential basis. All reasonable efforts will therefore be made to avoid revealing the person’s identity. The Company will handle this report with care and will treat the Reporter’s concerns fairly and properly.

If you wish to make a written report, please use the report form below. You may send the report, marked it “Strictly Private and Confidential – To be Opened by Addressee” and addressed to the Audit Committee, by post to the relevant addresses below.

Once completed, this report becomes confidential.

<b>To: Audit Committee</b>  Able Engineering Holdings Limited No.155 Waterloo Road Kowloon Tong Kowloon Hong Kong		
<b>Your Name/Contact Telephone Number and Email</b>  We encourage you to provide your name with this report. Concerns expressed anonymously are much less powerful but they will be considered as far as practicable.	<b>Name:</b>	
	<b>Address:</b>	
	<b>Tel. No.:</b>	
	<b>E-mail:</b>	
	<b>Date:</b>	
<b>The names and positions of those involved (if known):</b>		
<b>Details of concerns:</b> 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 / documents.		