

# GEELY AUTOMOBILE HOLDINGS LIMITED

## WHISTLEBLOWING POLICY

### The 3rd Edition

*(Approved and adopted by the Board on 29 December 2017)*

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APPENDIX I: WHISTLEBLOWING REPORT FORM

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## **1. OVERVIEW**

Geely Automobile Holdings Limited (the “Company”) and its subsidiaries (collectively known as the “Group”) are committed to the highest possible standards of openness, probity and accountability. In line with this commitment, this policy aims to provide an avenue for employees, suppliers, customers, etc., who deal with the Group (the “stakeholders”) to raise any suspected misconduct or malpractice within the Group (the “Whistleblower”) and to ensure that the Whistleblower will be protected from reprisals or victimization for whistleblowing.

While the Group could not guarantee that it will handle the report in the way you might wish, the Group will endeavour to respond to stakeholders’ concerns fairly and properly in a timely manner.

## **2. SCOPE**

“Whistleblowing” refers to a situation where stakeholders decide to report concerns about any suspected misconduct, malpractice or irregularity found in a corporation to the designated officer(s) appointed by the corporation for the purpose of ratifying any wrongdoing whenever necessary.

This policy applies to the Group at all levels and divisions, managements, employees and other related stakeholders.

## **3. PROTECTION AND SUPPORT FOR WHISTLEBLOWERS**

Persons making appropriate complaints in accordance with this policy are assured of protection against unfair dismissal, victimisation or unwarranted disciplinary action, even if the suspected concerns are confirmed to be unsubstantiated after formal internal investigation.

Persons who victimise or retaliate against those who have raised concerns under this policy will be subject to disciplinary and/or legal actions.

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#### **4. CONFIDENTIALITY**

All personal information collected during the investigation will be kept highly confidential under the Hong Kong Personal Data (Privacy) Ordinance (if applicable) and will be disclosed and dealt with only by the designated person who delegated by the Audit Committee of the Group.

There may be circumstances in which, due to the legal procedures, it will be necessary to disclose the Whistle blowing cases. If such circumstances exist, we will endeavour to inform the Whistleblower that your identity is likely to be disclosed.

The Group will make every effort to keep the Whistleblower's identity confidential. However, it is also possible that your role as a Whistleblower could still become apparent to third parties during investigation. In order not to jeopardise the investigation, you should also keep the fact that you have filed and the identity of those involved confidential.

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

#### **5. ANONYMOUS REPORT**

The Group 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.

The Group generally do not encourage anonymous reporting which will usually not be considered, and encourage you to come forward with your concerns.

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## **6. REPORTING MATTERS**

It is impossible to give an exhaustive list of the activities that constitute misconduct, malpractice and/or irregularity but, broadly speaking without limitation, we would expect you to report the following:

- (a) A criminal offence;
- (b) A failure to comply with any legal obligations or laws;
- (c) A miscarriage of justice;
- (d) A misconduct & business ethics violation;
- (e) A financial impropriety;
- (f) An action which endangers the health and safety of any individual;
- (g) An action which causes damage to the environment;
- (h) 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, malpractice and/or irregularity 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.

## **7. RESPONSIBILITY FOR IMPLEMENTATION OF POLICY**

The Board's Audit Committee (the "AC") has overall responsibility for this policy, but has delegated day-to-day responsibility for overseeing and implementing it to the Head of Internal Audit Department. 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 Whistleblowers feel able to raise concerns without fear of reprisals. All Whistleblowers 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 Head of Internal Audit Department.

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## **8. REPORTING CHANNEL**

Report can be made in writing with the standard report form attached to this policy in Appendix I.

If you are an employee of the Group, we would normally expect you to raise your concerns internally to your direct supervisor within the department. If you feel uncomfortable doing this, for example, your direct supervisor has declined to handle your case, then you should contact CAE without fear of victimisation, discrimination or disadvantage, the contact details are listed below:

(1)

To: Head of Internal Audit Department  
Geely Automobile Holdings Limited  
Room 2301, 23/F, Great Eagle Centre  
23 Harbour Road, Wan Chai,  
Hong Kong

(2) Email: [geelyia@geelyauto.com.hk](mailto:geelyia@geelyauto.com.hk)

If the report is extremely serious or in any way involves the Head of Internal Audit Department as the reporting subject, you should report it directly to the Chairman of the Audit Committee by sending the report form to the following address:

To:  
Chairman of the Audit Committee of the Board  
(c/o Company Secretary)  
Geely Automobile Holdings Limited  
Room 2301, 23/F, Great Eagle Centre  
23 Harbour Road, Wan Chai,  
Hong Kong

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## **9. INVESTIGATION PROCEDURES**

1.) Head of Internal Audit Department will acknowledge receipt of your report within 3 working days confirming that:

- Your report has been received;
- An independent project code will be opened; and
- Subject to whistle blowing nature and situation, more information will be obtained from whistleblower.

The Whistle blowing case will be classified into two investigation procedures: A.) Pursuable Whistle blowing reports or B.) Non-pursuable Whistle blowing reports.

2.) About pursuable Whistle blowing reports:

- Head of Internal Audit department to consider whether to accept its report, and launched an internal investigation;
- If the case involves reporting to the relevant law enforcement agencies, the Internal Audit Department will no longer be involved in the investigation;
- Report to the Audit Committee of the Group and submit to the Board of Directors or senior management of the rectification.
- Will inform the investigation result to the Whistle blower.

3.) About Non-pursuable Whistle blowing reports:

- The investigation will not be conducted immediately after the assessment by Head of Internal Audit Department.
- The case will be archived. It will be investigated again in future when obtaining the sufficient evidence.
- For the non-pursuable reports, Internal Audit Department will inform the result to Whistle blower in **ONE** month, and present to the Audit Committee of the Group.

4.) Head of Internal Audit Department 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) will be appointed by Head of Internal Audit Department to look into the matter.

5.) The Whistle blower may be asked to provide more information during the course of the investigation. Any management or staff who is related to the case shall cooperate with the investigator in providing facts and evidences.

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

7.) 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 3 months.

8.) Possible outcomes of the investigation:

- (a) The allegation could not be substantiated temporarily, case filing and pending for the future investigation;
- (b) 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 legal action against the wrongdoer.
- (c) The case involves reporting to the relevant law enforcement agencies, the Internal Audit Department will no longer be involved in the investigation.

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

10.) All the whistle blowing reporting cases will be recorded for 7 years by Internal Audit Department of the Group. If the reporting cases have been filed for more than 7 years while the Head of the Internal Audit Department receives new evidence, the case will be treated as a new reporting case and re-processed according to the above Whistle blowing procedures again.

## **10. MONITORING AND CONTROL EFFECTIVENESS OF THE PROCEDURE**

The effectiveness of this whistleblowing policy will be monitored and reviewed periodically by Internal Audit Department. Should you have any opinions regarding the Whistleblowing policy, please contact our Internal Audit Department.

## **11. APPROVAL**

This Whistleblowing Policy was confirmed and approved by the Audit Committee and the Board, respectively, on 28<sup>th</sup> December, 2012. It was updated and revised on 29<sup>th</sup> December 2017.

## **12. VERSION**

The policy is issued in both English and Chinese version. In case of any divergence, the Chinese version shall prevail.

**APPENDIX I**

**WHISTLEBLOWING REPORT FORM**

<p>Your Name/Contact Telephone Number and Email</p> <p>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.</p>	<p>Name: _____</p> <p>Tel No: _____</p> <p>Email: _____</p>
<p>Details of concerns:</p> <p>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>	
<p>Date: _____</p> <p style="text-align: right;">Signature: _____</p>	

**Personal Information Collection Statement**

Once the whistleblower has completed and signed this form, the Group has obtained your consent and may use your name and contact information to cooperate with the Internal Audit Department for investigation. Anonymous reports are generally will not be considered. The information obtained will be kept confidential according to this policy of the Group, and if the report involves criminal, the Internal Audit Department has the right to disclose the personal data which you provided to the relevant external legal authorizes. Under the Hong Kong Personal Data (Privacy) Ordinance (if applicable), you have the right to make a written review and correction of your personal information held by the Group.