

## WHISTLE-BLOWING POLICY

### 1 Whistle-blowing Policy Introduction

- Choo Chiang Holdings Ltd. (“CCH” or the “Company”) and its Board are fully committed to: (i) conduct business with integrity which is consistent with the highest ethical standards; and (ii) a high standard of compliance with accounting, financial reporting, internal controls, corporate governance and auditing requirements, and any legislation relating thereto. In line with this commitment, the Whistle-Blowing Policy (the “Policy”) aims to ensure that appropriate reporting and communication channels are available for employees and external parties to raise concerns about possible improprieties and also offer reassurance that they will be protected from reprisals or victimisation for whistleblowing in good faith.
- The Policy is intended to: (i) conform to the guidance set out in the Code of Corporate Governance which encourages employees to raise concerns, in confidence, about possible irregularities; and (ii) encourage proper work ethics and eradicate any internal improprieties, unethical acts, malpractices and/or fraudulent acts in the Group.
- Pursuant to the Code of Corporate Governance, the Audit Committee of the Company shall have overall authority and oversight of the Policy from time to time. The Audit Committee may, at its absolute discretion, delegate the investigation of the whistleblowing reports and implementation of this Policy to such person(s) as it deems fit.
- This Policy applies to all directors, officers and employees of the Group.

### 2 Whistle-blowing Reporting and Communication Channels

- This Policy applies to any suspected impropriety involving employees as well as consultants, vendors, contractors, and/or any other party that has a business relationship with the Company.
- Dedicated reporting and communication channels have been established and whistle-blowers may choose to use any of the channels as set out below:

1.	Email:	<a href="mailto:morland@ccm.sg">morland@ccm.sg</a>
2.	Phone Call:	+65 6586 8100
3.	Postal Mail:	Ethics Officer 10 Woodlands Loop Singapore 738388

- All of the above communication channels are secure, easy to use and available to all employees and any party that has a business relationship with CCH and/or its subsidiaries. Information received will be treated with the utmost confidentiality and will be attended to by appropriate personnel appointed by the Audit Committee.
- Any whistle-blowing report involving any Director, member of the senior management and/or the Group Chief Financial Officer (who is also currently the Ethics Officer) may be reported directly to the Chairman of the Board and/or the Chairman of the Audit Committee (as appropriate) by using the following email communication channels:

- Chairman of the Board: [thomas@ccm.sg](mailto:thomas@ccm.sg)
- Chairman of the Audit Committee: [eshokh88@yahoo.com](mailto:eshokh88@yahoo.com)

### **3 How to Make a Report**

- Reports on any improprieties can be made in the form of emails, phone calls, voicemails, letters or memoranda using the available reporting and communication channels mentioned in Section 2 above. The aforesaid reports should be made as soon as practicable. All reports shall be treated by the Company with of the utmost confidentiality. When making a report, the whistle-blower should, as far as possible, provide the following information:
  - Date, time and place of the actions/transactions
  - Identity and particulars of parties involved
  - Circumstances leading to the improprieties
  - Any other relevant information or documentation that would assist in the evaluation of the report.
- Whistle-blowers making any such reports should ensure that they do so in good faith and in the best interest of CCH and not with any malicious intent. Whistle-blowers may be the subject of disciplinary or other legal action if the reports or allegations are malicious, frivolous or simply to cause anger, irritation, or distress.

### **4 How will the Company Respond**

- All whistle-blowing reports, other than reports involving the Group Chief Financial Officer, shall be received by the Ethics Officer who will log all reports into a register. The Ethics Officer shall conduct an initial review of the report received and the action taken by the Company will depend on the nature of the concern. All investigations shall be reported to the Audit Committee for their attention and further action as necessary. The matters raised may:
  - be investigated internally;
  - be referred to an external auditor;
  - be referred to appropriate law enforcement agencies; and/or
  - be investigated by an independent inquiry panel.
- In the event that the whistle-blowing reports involve any Director, member of the senior management and/or the Group Chief Financial Officer, the reports shall be escalated to the Chairman of the Board and/or Chairman of the Audit Committee (as appropriate) for their attention and further action as necessary.
- Harassment or Retaliation: The Company recognizes that the decision to report a concern can be a difficult one to make, not least because of the fear of reprisal from those responsible for the malpractice or improprieties. The Company will not tolerate harassment or victimization and will take reasonable and appropriate action to protect you when you raise a genuine concern in good faith.
- Confidentiality: The Company will do its best to protect your identity when you raise a concern and do not want your identity to be disclosed. It must be appreciated though that the investigation process may need to reveal the source of information and the report made by you may be required as part of evidence.

- Anonymous Report: The Company strongly encourages you to put your name to your report. The Company is committed to protecting whistle-blowers who make reports under this policy, so there should be no reason to report anonymously. Subsequent investigation may be hindered if contact cannot be made with the whistle-blower to obtain clarification or further information. The Company is committed to respect the rights of all of its employees/whistle-blowers, which include the right of an accused person, in due course, to know the identity of his or her accuser. The identity of the whistle-blower would, however, not be disclosed unless it is absolutely necessary for the purpose of the investigation and/or subsequent action, and never disclosed without prior discussion with the whistle-blower making the report.

## **5 Incidents of Possible Improprieties**

- Possible improprieties which should be reported pursuant to this Policy may include, but are not limited, to the following:
  - Any fraudulent act or forgery;
  - Misappropriation of funds or assets;
  - Profiteering as result of insider knowledge of the Company's activities/information;
  - Disclosing confidential or proprietary information to external parties;
  - Accepting or seeking anything of material value from vendors, contractors or any persons providing goods and/or services to the Company;
  - Destruction/removal/inappropriate use of Company's records/assets/facilities;
  - Violation of existing legislation, rules and regulations applicable to the Company relating to its accounting, financial reporting, internal controls and/or policies;
  - Improper actions or omissions which are likely to endanger the Company's employees, customers and/or members of the public;
  - Distinct effort to mislead, deceive, manipulate, coerce or fraudulently influence any internal or external auditor/accountant in connection with the preparation, examination, audit or review of any financial statements or records of the Company.
- This Policy does not and cannot reasonably detail or cover every situation that should be reported pursuant to this Policy. If you are in any doubt as to how you should apply any provisions of this Policy at any point in time, you are strongly encouraged to seek guidance from your immediate supervisor, the Group Chief Financial Officer or, where appropriate, the Company's senior management or the Audit Committee.

## **6 Implementation of the Policy**

- All new employees shall be briefed on the Policy as part of their orientation program.
- Regular communications shall be made to stress to all employees the importance of this Policy as well as to maintain awareness of the Board's continued commitment to this Policy.
- The Ethics Officer shall collate any feedback received and report to the Audit Committee on a periodic basis.
- The Ethics Officer shall be responsible for maintaining, reviewing and updating this Policy. Any proposed revisions shall require the Audit Committee's approval.

## 举报政策简介

珠江电器贸易公司以及董事会承诺要以高商业道德精神和高透明度的营运模式来经营公司。除此以外珠江电器贸易公司以及董事也承诺要遵守高标准的会计守则，财务报告，内部管理，审计的要求，以及与此相关的任何立法。与此同时，本公司也实行了举报政策并且提供适当的报告与联系管道给予雇员们以及与本集团有业务来往的人士。本公司也鼓励在职雇员及与本集团有业务往来之人士向本公司举报本集团内任何疑似不当、失当行为或不良行为。告密者不会因按照本程序作出任何真实举报而遭受不公平解僱或懲處。

这项政策主要是让雇员有信心地提出任何有可能对本集团不良的违规行为，除此之外，也鼓励雇员们要有适当的职业道德以消除任何内部不道德的行为，舞弊或本集团的欺诈行为。

根据公司治理准则，本公司审计委员会应给予足够的权限及监督此政策。审计委员会会对这些高密报告采取一系列的调查和实施。

除了雇员们以外，本集团的全体董事和高级管理人员也需要接受这项政策。

## 举报报告与联络管道

本程序适用于任何可疑或涉及不当行为的雇员以及顾问，供应商，承包商，和/或与本集团有业务关系的人士。

举报人可以选择使用以下任何的呈交或联络方式

1.	电邮:	morland@ccm.sg
2.	电话:	+65 6586 8100
3.	邮寄:	Ethics Officer 10 Woodlands Loop Singapore 738388

每项举报都会由审核委员会的相关人员保密对待。

如有任何对于董事们，高级管理层或是集团的首席财务官的举报，您可通过以下电子邮件向董事会和/或审计委员会主席直接汇报。

董事会主席: [thomas@ccm.sg](mailto:thomas@ccm.sg)

审计委员会主席: [eshokh88@yahoo.com](mailto:eshokh88@yahoo.com)

## 做出报告

举报人须要提供并且说明以下信息：

- 日期，时间和事发地点
- 被举报人的身份和相关详情
- 说明导致违规或不良行为的情况
- 其他相关资料或文件以协助报告的评估

举报人做出任何此类报告应确保他们这样做是为了本集团的利益，并没有任何的蓄意的举报。若有不实举报，举报人会被纪律处分或面对任何法律后果。

## 调查程序

除了涉及集团首席财务官之外，所有的举报报告应当交由道德官员审查。道德官员应分类审核以便做出相应的对策。所有的调查报告须呈交到审计委员会，并在必要时采取进一步行动，如：

- 内部调查
- 询问外部审计师
- 询问适当的执法机构；和/或
- 由一个独立调查小组进行调查

对于涉及集团董事们，高级管理层或是集团首席财务官的举报，该报告应报告给董事会的审计委员会主席和/或董事长。

- 骚扰或报复：本公司不会容忍举报人被骚扰或伤害，并会采取合理和适当的行动保护他们。
- 保密性：本公司会尽最大努力保密举报人的身份。如有需要，举报人的报告将会成为我们的证据。
- 有名的报告：本公司强烈建议您显示您的名字在您的举报报告内。本公司已承诺举报人不会公开举报人姓名，因此举报人无需担心使用有名报告。如果本公司无法成功联络到举报人，随后的调查工作可能会被阻碍。本公司会尊重所有雇员或是举报人，包括被告者的权利。本公司不会随意透露举报人的资料除非调查工作中有所需要，以及会预先得到举报人的许可。

### 可能发生的不良行为

- 根据这政策来举报，但不限制于以下的几点：
  1. 任何欺诈或伪造行为；
  2. 资金或资产挪用；
  3. 内幕交易以赚取暴利；
  4. 泄露集团机密或专有信息给外部各方；
  5. 接受或寻求供应商，承包商所提供的高价值商品和/或服务；
  6. 销毁/移除/不恰当地使用公司的记录/资产/设施；
  7. 违反现行法律和规则，如会计，财务报告，内部控制和/或政策相关法规；
  8. 有可能危及公司的员工，客户和/或公众人士的不当行为；
  9. 误导，欺骗，胁迫，欺诈或影响的任何内部或外部审计/会计师与任何财务报表或公司记录的准备，检查，审计或审阅相关的事项。
- 此政策不能涵盖每种举报的细节，如果您有任何疑问，请直接联络您的主管或集团的首席财务官寻求指导。

### 该政策的实施

- 应将此政策列入所有新员工的介绍方案。
- 应通过普通函件向全体员工强调本政策的重要性以及维持董事会对这一政策的认识。
- 道德官员将整理所收到的回应和定期向审计委员会报告。
- 道德官员应负责维护，审查和更新本政策。任何拟议的修订须经审核委员会的批准。