

# JIMU GROUP LIMITED

## 積木集團有限公司

*(Incorporated in the Cayman Islands with limited liability)*

### WHISTLEBLOWING POLICY (the “Policy”)

#### 1 PURPOSE

- 1.1 Jimu Group Limited (the “**Company**” together with its subsidiaries, the “**Group**”) is committed to maintaining 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.
- 1.2 We therefore require our employees and encourage third parties to report concerns about improprieties relating to the Group.
- 1.3 This policy aims to provide reporting channels and guidance on reporting possible improprieties, and reassurance to persons reporting his/her concerns under this Policy (the “**Whistleblowers**”) of the protection that the Group will extend to them against unfair disciplinary action or victimisation for any genuine reports made.
- 1.4 This Policy applies to all employees (including secondees), officers, directors of the Group (together, the “**Relevant Persons**”) and external third parties who deal with the Group (including but not limited to customers and suppliers) (“**External Parties**”).

#### 2 WHISTLEBLOWING AND REPORTABLE CONCERNS

- 2.1 It is impossible to provide an exhaustive list of the activities that constitute impropriety, misconduct or malpractice covered by this Policy. These procedures are intended to cover serious concerns that could have an impact to the Group, examples of reportable concerns include but not limited to the following:
  - i. criminal offences (including bribery and corruption) or noncompliance of other legal or regulatory requirements;
  - ii. impropriety in financial reporting, internal controls and/ or other financial matters of the Group;
  - iii. misconduct, malpractice, negligence or unethical behaviour;
  - iv. misappropriation of the Group’s property;
  - v. any action which endangers the health and safety of the Group’s employees or other stakeholders;
  - vi. violation of the policies and guidelines of the Group;
  - vii. improper use or leakage of the Group’s confidential or commercially sensitive information; and

viii. deliberate concealment of any of the above.

- 2.2 Please note that complaints related to customer services or products, as well as loss of properties on the Group premises or under the Group's custody, are normally not reported under this Policy, unless they involve misconduct, malpractice or irregularity as listed above. Otherwise, they are handled by the relevant functions (e.g. customer service or security).

### **3 PROTECTION FOR WHISTLEBLOWERS**

- 3.1 In making a report, the Whistleblower should exercise due care to ensure the accuracy of the information.
- 3.2 Whistleblowers making genuine and appropriate reports are assured of fair treatment. In addition, all Relevant Persons are also assured of protection against unfair dismissal, victimization or unwarranted disciplinary action.
- 3.3 The Group reserves the right to take appropriate actions against anyone (Relevant Persons or External Parties) who initiates or threatens to initiate retaliation against the Whistleblowers. In particular, Relevant Persons who initiate or threaten retaliation will be subject to disciplinary actions, which may include summary dismissal.

### **4 CONFIDENTIALITY**

- 4.1 All information received (including the identity of the Whistleblower) will be kept confidential, except (i) where the Group is required by law, regulation, at the lawful request of any relevant authorities including but not limited to The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") or other competent governmental or regulatory bodies, or by the order or directive of any court having jurisdiction over the Group to disclose it; (ii) in the opinion of the Audit Committee of the Company (the "**Audit Committee**"), it is material to the investigation or in the interest of the Company to disclose the identity; and (iii) the information received and identity of the Whistleblower are already public knowledge.
- 4.2 In order not to jeopardise the investigation, the Whistleblower is also required to keep confidential the fact that a report has been made, the nature of the impropriety concerned and the identities of those involved, unless required to disclose such information by law, regulation, at the lawful request of any relevant authorities or by the order or directive of any court.

### **5 REPORTING CHANNELS**

- 5.1 Every report shall be made in person or in writing either by email to [info@jimugrouphk.com](mailto:info@jimugrouphk.com) (accessed by Disciplinary Inspection and Supervision Department) or by post to "Chairman of the Audit Committee – Jimu Group Limited" at Suite 2105, 21/F, Central Plaza, 18 Harbour Road, Hong Kong who

shall report to the Chairman of the Audit Committee. The Chairman of the Audit Committee shall then determine the course of action to pursue, with power to delegate, with respect to the report.

- 5.2 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.
- 5.3 If the Chairman of the Audit Committee is being complained against, the report should be made in person or by post addressed to other members of the Audit Committee at the same address.
- 5.4 Each Whistleblower 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).

## **6 ANONYMOUS REPORT**

- 6.1 Whistleblowers are strongly encouraged to provide their names and contact details, so that clarification of the reports made or further appropriate information can be obtained directly from them, where required. However, it is recognised that in some cases Whistleblowers may not feel comfortable identifying himself or herself. In these cases, anonymous reports may be submitted.

## **7 INVESTIGATIONS**

- 7.1 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:
  - i. be investigated internally by the Audit Committee or any suitable person, team or department of the Group as determined and delegated by the Audit Committee;
  - ii. be referred to the external auditor as instructed by the Audit Committee;
  - iii. be referred to the relevant public or regulatory bodies as instructed by the Audit Committee; and/or
  - iv. form the subject of any other actions as the Audit Committee may determine in the best interest of the Group.
- 7.2 The Chief Executive Officer or the Chairman of the Audit Committee where warranted will respond to the Whistleblower, if contactable, as soon as practicable upon receipt of the report:
  - i. acknowledging receipt of the report;

- ii. advising the Whistleblower 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;
- iii. where practicable, giving an estimate of the timeline for the investigation and final response; and
- iv. indicating if any remedial or legal action is or is to be taken.

## 8 FALSE REPORTS

- 8.1 If a Whistleblower makes an untrue report maliciously, with an ulterior motive, or for personal gain, the Group reserves the right to take appropriate actions against any relevant person (including the Whistleblower) to recover any loss or damage as a result of the untrue report. In particular, Relevant Persons may face disciplinary action, including dismissal where appropriate.

## 9 RESPONSIBILITY AND REVIEW OF THE POLICY

- 9.1 This Policy has been approved by the board of directors of the Company (the “**Board**”) on **30 March 2023** and is subject to review by the Board from time to time to ensure it remains relevant to the Group’s needs and reflects the current regulatory requirement.
- 9.2 This Policy shall be read in conjunction with and subject to any relevant laws, regulations, rules, directives or guidelines that the Stock Exchange or any other regulatory bodies may from time to time prescribe or issue on the matters governed by this Policy.
- 9.3 The Group’s business is mainly located in Mainland China and Hong Kong and it has business dealings with External Parties from all over the world. Accordingly, members of the Group may, to the extent not inconsistent or conflict with this Policy, put in place specific policies on whistleblowing based on the laws, regulations, rules, directives or guidelines of any regulatory bodies of any jurisdictions applicable to such members.
- 9.4 In the event that any procedures herein are inconsistent or in conflict with any relevant laws, regulations, rules, directives or guidelines as prescribed by the Stock Exchange or any other regulatory bodies or any part thereof (the “**Legal Requirements**”), the latter shall prevail to the extent of such inconsistency or conflict unless the procedures herein comply with the Legal Requirements and are more stringent than the Legal Requirements.
- 9.5 The Audit Committee has overall responsibility for the implementation of this Policy, and has delegated the day-to-day responsibility for the administration of this Policy to the Board Office of the Company.

## **Personal Information Collection Statement**

All personal data collected will only be used for purposes which are directly related to the whistleblowing case you reported. The personal data submitted will be held and kept confidential by the Group and may be transferred to parties with whom we will contact during our handling of this case or other relevant 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 Executive Director of the Group at: Suite 3902, 39/F, Central Plaza, 18 Harbour Road, Hong Kong. (I did not include this in the website)