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**CST Group Limited**  
**Whistleblowing Policy**

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## 1. INTRODUCTION

CST Group Limited (the “**Company**”) and its subsidiaries (herein referred to as the “**Group**”) is committed to maintaining good corporate governance, emphasizing accountability and high degree of transparency which enable stakeholders to have trust and faith in the Group. In line with this commitment, our Whistleblowing Policy (the “**Policy**”) encourages employees of the Group or third parties (e.g. customers, suppliers, etc., who deal with the Company) (“**Third Parties**”) to raise concerns about misconduct, malpractice or irregularity on any matters related to the Group. The Group shall endeavor to handle the reports fairly and properly.

## 2. PURPOSE

2.1 The Policy is designed to encourage employees or Third Parties to report, in good faith, alleged malpractices or misconduct. Whistleblowing matters may include, but not confined to:

- Breach of legal or regulatory requirements;
- Criminal offences, breach of civil law and miscarriages of justice;
- Malpractice, impropriety or fraud relating to internal controls, accounting, auditing and financial matters;
- Endangerment of the health and safety of an individual;
- Damage caused to the environment;
- Violation of the rules of conducts applicable within the Company;
- Improper conduct or unethical behavior likely to prejudice the standing of the Company; and
- Deliberate concealment of any of the above.

2.2 If an employee believes that there has been a breach of any of the above which is not being dealt with appropriately by line management, or considers that reporting through normal line management would not provide an appropriate investigation, or if the employee concerned considers the breach is related to his/her line management, then the employee may initiate action through the Policy.

### 3. PROTECTION

- 3.1 Whistleblowers making genuine and appropriate reports shall be assured of fair treatment. They shall be protected against any harassment or victimization, even if the concerns turn out to be unsubstantiated.
- 3.2 The Group reserves the right to take disciplinary actions (which may include summary dismissal) against employees who initiates (or threatens to initiate) any retaliation against the whistleblowers.

### 4. CONFIDENTIALITY

- 4.1 The Group will make every effort to treat all disclosures in a confidential and sensitive manner after whistleblower reports a concern about any of the above matters. The identity of the whistleblower will be treated with appropriate regard for confidentiality.
- 4.2 In order not to jeopardize the investigation, the whistleblower is also required to keep confidential the fact that he/she has filed a report, the nature of concern and the identities of those involved.
- 4.3 There may be circumstances in which, because of the nature of the investigation, it is necessary to disclose the whistleblower's identity. If such circumstances exist, the Group shall endeavor to inform the whistleblower in advance that his/her identity may become apparent or need to be disclosed.
- 4.4 If there is evidence of criminal activity, activity of solicitation and acceptance of advantages or breach of legal and regulatory requirements, the party responsible for the internal investigation may legally be obliged to inform the relevant public or regulatory bodies such as the Hong Kong Police Force, the Independent Commission Against Corruption, the Securities and Futures Commission or other bodies as appropriate.

### 5. REPORTING CHANNEL

- 5.1 The whistleblower could report the concerns to the Audit Committee of the Company (the "**Audit Committee**") by sending the Whistleblowing Report Form (the "**Form**") as attached in Appendix 1, by the following ways:

- **Mail:**  
Audit Committee  
CST Group Limited  
Rooms 4501-05, 45/F., China Resources Building  
26 Harbour Road, Wanchai, Hong Kong
- **Email:** whistleblower@cstgrouphk.com  
(This email can only be accessed by Audit Committee)

- 5.2 To ensure confidentiality in the mailing process, the Form should be sent in a sealed envelope clearly marked “Strictly Private and Confidential – To be Opened by Addressee”.
- 5.3 If any other directors or senior executives receive a report of fraud, corruption and misconduct, he/she should refer it to the Audit Committee to advise action being taken and if the Audit Committee disagrees with the action being taken, then the matter will be taken over by the Audit Committee.
- 5.4 Whistleblower is required to put his/her name and contact method to the allegation whenever possible. Otherwise, it will be much difficult to protect the whistleblower’s position or to provide feedback effectively.

## **6. INVESTIGATION**

- 6.1 The format and the length of an investigation will vary depending upon the nature and particular circumstances of each complaint made. The matters raised may:
- be investigated internally;
  - be referred to the Hong Kong Police Force;
  - be referred to the External Auditor; and/or
  - form the subject of an independent inquiry.
- 6.2 The Audit Committee or the person designated to investigate the complaint will write to the complainant wherever reasonably practicable of the concern being received:
- acknowledging that the concern has been received;
  - advising whether or not the matter is to be investigated further and if so what the nature of the investigation will be; and
  - giving an estimate of how long the investigation will take to provide a final response; telling the complainant whether any initial enquiries have been made, and whether further investigations will take place, and if not, why not.

## **7. DISPUTE RESOLUTION MECHANISM**

If the whistleblower is not satisfied with the response received and any subsequent action taken, he/she should put their concerns in writing to the Chairman of the Board who will arrange any further investigation as he thinks appropriate. A written response will be sent to the whistleblower afterwards.

## **8. COMPLAINT OF RETALIATION**

- 8.1 Upon receipt of a complaint of retaliation, the Audit Committee shall initiate an investigation and as appropriate provide interim relief to the whistleblower, and take appropriate interim remedial action to address the underlying circumstances, and shall make appropriate recommendation to the Chairman of the Board.
- 8.2 The interim relief and actions to protect the rights of the whistleblower shall be separate processes from the investigation of the related underlying issues.

## **9. RECORD RETENTION AND MONITORING**

- 9.1 All concerns that are reported will be kept in a corporate register even there is no case opened for that report.
- 9.2 In the event a reported case leads to an investigation, the party responsible for leading/conducting the investigation shall ensure that all relevant information relating to the case is retained, including details of corrective action taken for a period not exceeding 3 years (or such other applicable period).

## **10. APPROVAL AND REVIEW OF THE POLICY**

The Audit Committee is responsible for monitoring the implementation of the Policy. Any amendments and updates of the Policy shall be reviewed by the Audit Committee and subsequently approved by the Board.

