

GROUP	HONG LEONG ASIA LTD.
MANUAL TITLE	GROUP GENERAL POLICIES
SUBJECT	WHISTLE BLOWING POLICY AND PROCEDURES

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Section

1. OBJECTIVE AND POLICIES
 2. DEFINITIONS
 3. CONFIDENTIALITY
 4. SUBMISSION OF COMPLAINTS
 5. INVESTIGATION OF COMPLAINTS
 6. PROTECTION AGAINST RETALIATION
 7. ACTIONS AGAINST FALSE ALLEGATION
 8. RECORDING AND RETENTION OF COMPLAINTS
 9. REVIEW OF POLICY
- SCHEDULE A

1. OBJECTIVE AND POLICIES

- 1.1 **HONG LEONG ASIA LTD.** (“the Company” or “HLA”) and its subsidiaries are committed to conducting business with integrity, consistent with good business ethics and in compliance with all applicable laws and regulatory requirements.
- 1.2 In line with this commitment, the Company has in place this **Whistle Blowing Policy and procedures** (“the Policy”) where staff (“the Complainant”) of the Group and any other persons are encouraged to raise, in confidence, genuine concerns on possible improprieties relating to improper business conduct, fraud or other unlawful practices at the earliest opportunity, and in an appropriate way.
- 1.3 This Policy also extends to cover entities within the group of companies of Hong Leong Asia Ltd. (“the Group”) to the extent that it is in compliance with the local laws and regulations of the countries in which such companies operate.
- 1.4 This policy is designed to:
- support our values;
 - ensure employees and any other persons can raise concerns without fear of retaliation; and
 - provide a transparent and confidential process for dealing with concerns.
- 1.5 All employees within the Group are encouraged to report any Impropriety that has taken place, is taking place or is expected to take place within the Group, including situation where they are not involved with or affected in any way by the Impropriety.
- 1.6 This Policy is an extension of the Company’s Code of Business Conduct & Ethics (“the Code”).
- 1.7 The Audit and Risk Committee treats complaints of Impropriety seriously and acts expeditiously, having regard to the nature of the Complaint and information available.
- 1.8 The Audit and Risk Committee has the responsibility of overseeing this Policy which is administered by the Head of Internal Audit (the “**Designated Officer**”) who reports directly to the Audit and Risk Committee. The contact information for this Designated Officer is set out in Schedule A of this Policy.

2. DEFINITIONS

Some of the key terms used in the Policy are defined below and shall have the following meanings assigned:

- 2.1 “Audit and Risk Committee” means the Audit and Risk Committee of the Company established and constituted in accordance with Listing Rules of the Singapore Exchange Securities Trading Limited.
- 2.2 “Impropriety” covers matter relating to fraud or other unlawful practice. The following are some examples of Impropriety:
- Fraud or deliberate error in the recording or maintaining of the Group’s financial records or in the preparation, review or audit of the Group’s financial statements
 - Non-compliance with the Group’s internal controls
 - Corruption, acts of fraud, theft and/or misuse of the Group’s properties, assets or resources

- Conduct which is an offence or breach of law in the jurisdiction in which the conduct took place
- Abuse of power or authority
- Conflict of interest without disclosure
- Wilful provision of incorrect information to public bodies
- Fraud against investors, or the making of misleading statement to the Singapore Exchange Securities Trading Limited or other stock exchanges on which the shares of the Group's companies are listed, members of the investing public and regulatory authorities
- Endangering the health and safety of an individual
- Acts to mislead, deceive, manipulate, coerce or fraudulently influence any internal or external accountant or auditor in connection with the preparation, examination, audit or review of any financial statements or records of the Group
- Concealing information about any malpractice or Impropriety in the course of the Group's business
- Any other serious improper matters which may cause financial or non-financial loss to the Group, or damage to the Group's reputation

2.3 The Impropriety under paragraph 2.2 is not exhaustive and includes any other act or omission, which if proven, will constitute an act of misconduct pursuant to the HLA's Code of Business Conduct or pursuant to any criminal offence under the relevant law in force.

2.4 "Complaint" means any complaint relating to the Impropriety or Retaliation, if any. A complaint relating to any Retaliation will be treated in the same manner as a complaint of Impropriety.

2.5 "Investigator" means person or persons authorized and appointed by the Designated Officer or Audit and Risk Committee, including but not limited to external parties to whom the matter is referred to for investigation.

2.6 "Retaliation" means any adverse employment action taken against an employee in connection with a Complaint lodged by the employee or to discourage an employee from reporting a Complaint in good faith. These actions include but are not limited to demotion, suspension, termination, denial of promotion or benefits, threats, harassment and/or any manner otherwise amounting to a discrimination against the employee in the terms and conditions of his/her employment.

3. CONFIDENTIALITY

3.1 The Company is committed to maintaining procedures for the confidential and anonymous reporting of Complaints by employees of the Group.

3.2 All reports of Complaints will be treated on a confidential and anonymous (to the fullest extent possible) basis.

4. SUBMISSION OF COMPLAINTS

- 4.1 All Complaints should be addressed to the Designated Officer by post or email as indicated in Schedule A of this Policy.
- 4.2 All Complaints are to be factual and written in a legible manner and contain the following information to enable an effective investigation to be conducted:
- Details of the allegation including person(s) involved, nature, time and place;
 - Any other relevant information/supporting evidence
- 4.3 Complaints to the Chairman of the Audit and Risk Committee must be in writing and sent to the Head of Corporate Secretarial Services Department as set out in Schedule A of this Policy. The Head of Corporate Secretarial Services Department will forward the sealed envelope to the Chairman of the Audit and Risk Committee.
- 4.4 Recipient of Complaint sent directly to the Group entities is required to channel the Complaint to the Designated Officer.
- 4.5 Suggestions, personal grievances and enquiries are not considered Complaints (thus not covered under this Policy) and are to be reported directly to the employee's supervisors or to the GM, Group Human Resource.
- 4.6 Complaints of impropriety received by any of the Group's employees (excluding the Group's listed subsidiaries) should be redirected to the Designated Officer, who is responsible for maintaining a centralized repository of all reported cases and ensuring that issues raised are properly resolved. All complaints related to the Group's listed subsidiaries should be redirected to the respective heads of IA or other equivalent officers of the listed subsidiaries for follow-up action.

5. INVESTIGATION OF COMPLAINTS

- 5.1 The Designated Officer is responsible for receiving, recording and retaining all Complaints, except where otherwise directed by the Chairman of the Audit and Risk Committee.
- 5.2 The Designated Officer shall acknowledge the receipt of Complaints received if the contact information of the Complainant is available.
- 5.3 The Whistleblowing Committee ("WB Committee") which comprises senior management staff and the Designated Officer will review and determine the course of actions for each Complaint. In the event where a WB Committee member is allegedly implicated in the Complaint, the said person will not be involved in this process.
- 5.4 If upon initial assessment, the Designated Officer is of the view that the substance of the Complaint could materially and adversely affect the financial statements of the Group or the integrity of the Company's system of internal controls, the Designated Officer shall immediately advise the Audit and Risk Committee.
- 5.5 The Designated Officer may a.) determine, in consultation with the Audit and Risk Committee, the manner in which the Complaint should be investigated, using internal and/or external resources, b.) investigate the Complaint himself or herself or may direct Investigators to investigate or assist in the investigation of the Complaint. The Investigator shall report directly to the Designated Officer.

The Complaint may be classified and resolved as the following:

- (i) Invalid Complaints: Complaints which do not provide enough detail such as Name, Department, Incident details etc. will be considered as invalid complaints.
- (ii) Related to Independent Listed Company.: Complaints relating to the independently listed company China Yuchai International Limited will be handled by other equivalent officers and regular update provided to HLA on any illegality and fraud matters only.
- (iii) HLA Matter: Complaints relating to the rest of HLA group will be handled by the Designated Officer or delegated to the relevant person if there is no conflict of interest.

5.6 The Designated Officer reports to the Audit and Risk Committee quarterly on the number of Complaints, action plan(s) for each Complaint and update on any investigation.

6. PROTECTION AGAINST RETALIATION

6.1 The Company is committed to protecting employees against any form of Retaliation for disclosing complaints of Improperities.

6.2 Where it is shown that a person purporting to be a whistleblower has made a false report or disclosure and/or has made a report or disclosure with malicious intent, frivolous or vexatious, then that conduct itself will be considered a serious matter. Under such circumstances, the Company may revoke the protection accorded to a whistleblower under the Policy.

7. ACTIONS AGAINST FALSE ALLEGATION

7.1 The Company does not condone false, frivolous, mischievous or malicious allegations. Employees making such allegations will face disciplinary action.

8. RECORDING AND RETENTION OF COMPLAINT

8.1 The Designated Officer shall maintain a proper record of all Complaints received and each record should set out the date of receipt of the Complaint, a brief description of the nature of the Complaint, the findings of the investigation and action taken. All documents associated with any Complaint are considered confidential information unless otherwise required by law or by any corporate policy in effect at that time.

8.2 To protect the identity of the Complainant and maintain confidentiality of all Complaints, any information relating to the Complaint including the report of a Complaint, investigation process, outcome of the investigation or actions taken, will only be made available to authorized personnel for legitimate purposes and at the sole discretion of the Designated Officer, unless otherwise required by law or by any corporate policy in effect at that time.

8.3 The investigation reports shall be marked as "Privileged and Confidential" and access is restricted to the Audit and Risk Committee, Designated Officer, WB Committee, any other management staff who needs to know, and those authorized to investigate or assist in the investigation. Disclosure of these reports to any other persons will require the prior approval of the Audit and Risk Committee.

8.4 The Policy will be reviewed and updated as and when necessary.

9. REVIEW OF POLICY

- 9.1 The Audit and Risk Committee shall periodically review this Policy and any amendments made to the Policy shall require the approval of the Company's Board of Directors.
- 9.2 A Chinese translation of this Policy is provided for ease of reference. In the event of any conflict or inconsistency between the English text and Chinese text, the English text shall prevail.
- 9.3 This Policy is adopted by the Company solely for internal purposes and is not intended to confer any legal rights on anyone.

SCHEDULE A

CONTACT INFORMATION OF THE DESIGNATED OFFICER

Designation: **Head of Internal Audit**
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Address: **Confidential - Head of Internal Audit**
Hong Leong Asia Ltd
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Singapore 048581

CONTACT INFORMATION OF THE CHAIRMAN OF THE AUDIT AND RISK COMMITTEE

Address: **Confidential - Chairman, Audit and Risk Committee, Hong Leong Asia Ltd. c/o Head, Corporate Secretariat Department**
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9 Raffles Place
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