

CHOW TAI FOOK JEWELLERY GROUP

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Chow Tai Fook Jewellery Group Limited

Whistleblowing Policy

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1 Objective

1.1 Chow Tai Fook Jewellery Group Limited (the “Company”) and its subsidiaries (altogether as the “Group”) encourage their employees and the employees of the Group’s franchised points of sale (“POS”) to report any suspected wrongdoing, including but not limited to cheating, fraud, malpractice or misconduct. All information will be treated in strict confidence. This Whistleblowing Policy offers guidance and assistance to those employees who disclose any wrongdoing concern. This Policy also provides the internal mechanism and arrangements for reporting and investigating any wrongdoing in the workplace.

2 Scope

2.1 This Policy applies to the Group’s employees stationed at various regions as well as the employees of the Group’s franchised stores.

2.2 This Policy does not apply to the back office of the franchisees and the persons or entities outside the Group (e.g. clients, suppliers, contractors, etc.).

3 Whistleblowing Policy Officers and Investigators

3.1 Appointed by the Audit Committee of the Company, the Chief Whistleblowing Policy Officer has the overall responsibility for the maintenance and operation of this Policy. The Audit Committee also authorizes the Chief Whistleblowing Policy Officer to appoint Whistleblowing Policy Officer to assist in handling, investigating and following up with the suspected cases received under this Policy. The job scope also includes daily operation and execution of this Policy, and the reporting of status updates and / or investigation results to the Chief Whistleblowing Policy Officer on a regular basis or as required. The Whistleblowing Policy Officers (including the Chief Whistleblowing Policy Officer) directly report to the Audit Committee and Managing Director according to Section 9 of this Policy.

3.2 Upon receiving an alleged wrongdoing disclosure, the Audit Committee will authorize the Whistleblowing Policy Officers to decide whether to investigate the case himself / herself, or assign an independent investigator according to the case’s nature or severity. Before appointing the investigator, the Whistleblowing Policy Officers should make sure the investigation is independent (e.g. there is no conflict of interest, such as the suspect’s direct senior manager cannot be involved in the investigation). The case may be reported to the appropriate legal agencies if it is agreed and approved by the Audit Committee.

3.3 The Whistleblowing Policy Officers will supervise the whole investigation even if the case is managed by an independent investigator assigned.

4 What Should be Reported

4.1 This Policy allows concerns related to suspected wrongdoing at work to be reported, including but not limited to corruption, financial statement fraud, asset misappropriation. The scope includes but not limited to the followings:

- Cheating, fraud and misconduct related to the Group’s finance, accounts, audit and internal controls, etc.;
- Abuse of the Group’s funds, assets and resources;

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- Serious breach of the Group’s Code of Conduct, the Policies and Procedures;
 - Criminal offence or a failure to comply with any legal obligation;
 - Undisclosed conflict of interest;
 - Improper use or disclosure of commercially sensitive information;
 - Negligently exposing someone’s health or safety to danger;
 - Deliberate concealment of information relating to any of the above.

4.2 The Whistleblowing Policy Officer will decide whether to investigate and follow up with the disclosure according but not limited to the following criteria:

- The severity of the concern;
- The reliability and credibility of the source; and
- Whether the source of the concern can be confirmed.

4.3 The Whistleblowing Policy Officer will deal with the disclosure fairly and in an appropriate way based on the severity, reliability and credibility of the source, and the evidence. The Whistleblowing Policy Officer cannot guarantee an outcome a whistleblower might be seeking.

5 Confidentiality and Protection for Whistleblower

5.1 The Group will protect the whistleblower who makes a truthful and reasonable disclosure within the terms of this Policy, and ensure the whistleblower will not be unreasonably dismissed, threatened or punished even if the concern turns out to be mistaken.

5.2 The Whistleblowing Policy Officer will carefully handle all reported cases in strict confidence. The identity of the whistleblower shall remain confidential; except in a case that is proved to be violating the rules stated in Section 7 of this Policy. However, if the Group is required to disclose the whistleblower’s identity by law, statutory requirements or regulations, the Group will inform the whistleblower about such requirement and make sure that every step conforms with the applicable laws and regulations.

6 Responsibilities of the Whistleblower

6.1 A whistleblower should include sufficient hints and details for the concern and explain the rationale for the concern. Most ideal is to provide the evidence.

6.2 A whistleblower should raise genuine concerns under this Policy and should carefully ensure the accuracy of all information submitted. The details provided should be as complete as possible.

6.3 After reporting the suspected wrongdoing, the whistleblower should not disclose the case to any person other than the Whistleblowing Policy Officer to avoid disturbing the investigation.

6.4 A whistleblower should provide true name and contact information so that he or she can be contacted for follow-up and obtaining more information, if needed.

6.5 Anonymous report will not be considered.

7 Malicious Allegations

- 7.1 If a whistleblower deliberately makes malicious, untrue or vexatious allegations, or makes any report to obtain personal benefit, the Group reserves the right to take disciplinary action, including but not limited to applying punishments, dismissals and reserves the right to hold the whistleblower liable for any loss or impact to the Group.
- 7.2 If the type of report in Section 7.1 is discovered, the Whistleblowing Policy Officer can disclose the identity of the whistleblower to the concerning Executive Office of the Group and other applicable concerning department(s) to take appropriate action without notifying the whistleblower.

8 Whistleblowing Channels

- 8.1 A whistleblower will send the report with any available information to the Whistleblowing Policy Officer via the dedicated e-mail wb@chowtaifook.com.
- 8.2 A whistleblower can also report by mail with a cover letter and any available evidence in a sealed envelope marked "Confidential – to be opened by the addressee only". Then mail it to:

Whistleblowing Policy Officer
Chow Tai Fook Jewellery Group Limited
38/F New World Tower
16-18 Queen's Road Central
Central, Hong Kong

(Remarks: suggest to send an e-mail before sending the mail as the latter may be lost)

9 Reports

- 9.1 The Whistleblowing Policy Officer team will provide regular updates of the cases under this Policy to the Company's Audit Committee and Managing Director.
- 9.2 If a suspected case poses a serious threat or impact to the Group, the Whistleblowing Policy Officers will notify the Audit Committee immediately.

10 Supervision

- 10.1 The Group's Audit Committee is responsible for monitoring the operation of this Policy.

11 Possible Penalty

- 11.1 The possible outcomes of a case confirmed by the Whistleblowing Policy Officer or independent investigators may include, but are not limited to verbal or written warnings, demotion, dismissal, etc.