

SUNWAH KINGSWAY CAPITAL HOLDINGS LIMITED

WHISTLEBLOWING POLICY

1. Purpose

At Sunwah Kingsway Capital Holdings Limited (the “**Company**”, and together with each of its subsidiaries referred to as “**Sunwah Kingsway**” or “**Sunwah Kingsway Group**”), we are committed to leading our industry with adherence to the highest standards of business conduct and ethics. These standards cover all aspects of our operations and are formalized in our staff manual (the “**Manual**”). Employees at all levels are expected to conduct themselves with integrity, impartiality and honesty. It is every employee’s responsibility and in all interest of the Sunwah Kingsway Group to ensure that any inappropriate behaviour that compromise the interest of the shareholders, investors, customers, suppliers and the wider public does not occur. To uphold the best practice of Corporate Governance, the Company has devised a whistleblowing policy (the “**policy**”) to ensure that complaints are received, investigated and retained on a confidential basis that is in compliance with applicable laws.

2. Policy Statement

This policy is designed to encourage employees of the Sunwah Kingsway Group and related third parties (e.g. contractors, customers, suppliers, etc., who deal with the Company) (“**Third Parties**”) to raise concerns, in confidence, about suspected misconduct, malpractice or irregularities in any matters related to the Company. This policy provides a means whereby an employee or a Third Party (known as “**Whistleblower**”): (i) may, in good faith, report issues and/or concerns in connection with a possible material violation of law or company policy, and (ii) will be protected from any retaliatory acts directed against the Whistleblower.

In responding to a complaint, Sunwah Kingsway will fairly and diligently investigate the seriousness of the issue raised, and the credibility of the information or allegations in the complaint, and will take whatever appropriate action it deems necessary, as a result. Sunwah Kingsway will not retaliate, and will not allow any officer or employee to retaliate, against any Whistleblower for reporting in good faith possible material violations pursuant to this policy. “Good faith” means that a Whistleblower reasonably believes that the complaint is true and has not been made either for personal gain or for any ulterior motives.

3. Responsibility to Report

Employees are required to adhere to the highest standards of business conduct in any dealings that involve the Sunwah Kingsway Group or its business and reputation, and they are required to report to the Chief Financial Officer or the Director of Legal & Compliance of any violation or possible violation of applicable laws and regulations,

the Manual or other group policies of Sunwah Kingsway. Employees could be in breach of the Manual if they conceal or fail to report any business and work-related situations that could be damaging to Sunwah Kingsway or cause harm to others, including misconduct, malpractice and irregularity as listed in section 4 below.

4. Types of Misconduct, Malpractice and Irregularity

Sunwah Kingsway has adopted this policy to facilitate the submission, on a confidential and (if the Whistleblower desires) an anonymous basis, of complaints, reports or concerns by any Whistleblower regarding activities that constitute misconduct, malpractice or irregularity. The activities covered by this policy may include but are not confined to the following:

- (i) malpractice, impropriety or fraud relating to accounting, internal accounting controls, or auditing matters;
- (ii) actual or potential violation of laws, rules or regulations, including insider dealing and bribery;
- (iii) other violations or suspected wrongdoings in connection with the principles laid down in the Manual, including conflict of interest and sexual harassment; and
- (iv) deliberate concealment of any of the above.

5. Protection

This policy and related procedures offer protection to the Whistleblowers from intimidation, reprisal, retaliation or adverse reaction with respect to the making of complaints under this policy, even if they turn out to be unsubstantiated, provided that such complaints are made:

- (i) in good faith, in a manner that is consistent with Sunwah Kingsway's values, particularly "respect for others";
- (ii) in the reasonable belief of the Whistleblower that the conduct or matter covered by the complaint constitutes, or has the potential to constitute, a serious violation; and
- (iii) pursuant to the procedures contained in Section 7 below.

No complaint that satisfies these conditions shall result in any retaliation or threat of retaliation against the Whistleblower. This means that Sunwah Kingsway and its directors, officers, employees and agents shall not penalize, discharge, demote, suspend, threaten, harass, transfer to an undesirable assignment or location, or otherwise discriminate (collectively, "retaliate" or "retaliation") against any Whistleblower for calling attention to suspected illegal, improper or unethical acts. Any act of retaliation shall itself be treated by Sunwah Kingsway as a serious violation

of Sunwah Kingsway's policy and gross misconduct and could result in disciplinary action which may result in summary dismissal. This protection extends to anyone providing information in relation to an investigation, including an internal investigation.

6. Confidentiality

Sunwah Kingsway will treat all complaints by Whistleblowers as confidential, sensitive and privileged to the fullest extent permitted by law. A Whistleblower is encouraged to put his/her name on any complaint he/she makes, but it may also be made anonymously, as provided in Section 7 below. Generally, the details of a complaint will only be disclosed to those persons who have a need to know in order to carry out an investigation of such complaint in accordance of section 8 below. There may, however, be circumstances in which Sunwah Kingsway may be required or legally obliged to disclose the Whistleblower's identity, for example, where an investigation leads to legal proceedings being initiated or a request is made by any authority or regulatory body having jurisdiction over Sunwah Kingsway or such disclosure is made pursuant to applicable law, regulation or court order.

7. How to make a complaint?

Any complaint under this policy must be submitted to the Director of Legal & Compliance through one of the following confidential means of communication:

- by telephone: (852) 2283 7708
- in writing:
Sunwah Kingsway Capital Holdings Limited
7F Tower One
Lippo Centre
89 Queensway
Hong Kong
Attention: Director of Legal & Compliance (Strictly Confidential)
- by email:
vincent.lai@sunwahkingsway.com

Any complaint should provide sufficient, precise, and relevant information pertaining, among others, to dates, places, persons/witnesses, numbers, etc., so that a reasonable investigation can be conducted. If the Whistleblower wishes to discuss any such matter with the Director of Legal & Compliance, he/she should indicate this in the submission or message and include a telephone number at which he/she might be contacted if the Director of Legal & Compliance deems it appropriate. When possible, the Director of Legal & Compliance shall acknowledge receipt of the complaint to the sender.

If for any legitimate reason the Whistleblower would prefer not to raise the malpractice concern with the Director of Legal & Compliance, the Whistleblower may take the complaint directly to the Chairman of the Audit Committee by mail only, who shall review the complaint and decide how the investigation should proceed. The contact details of the Chairman of the Audit Committee are as follows:

Sunwah Kingsway Capital Holdings Limited
7/F, Tower One
Lippo Centre
89 Queensway
Hong Kong
Attention: Chairman of the Audit Committee (Strictly Confidential)

8. Investigation

Upon receiving a complaint, the Director of Legal & Compliance shall immediately register it in a log of complaints and open a file, which file shall be maintained in a secure location to protect the confidentiality of the Whistleblower's identity. The Director of Legal & Compliance will assess the seriousness of the complaint and shall then determine, in consultation with the disinterested member of the management of Sunwah Kingsway, if necessary, the manner in which complaints will be investigated and the extent of using internal and/or external resources and will determine who will lead such investigation.

The Director of Legal & Compliance 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;
- giving an estimate of how long the investigation will take to provide a final response; and
- informing the complainant whether any initial enquiries have been made, whether further investigations will take place, and if not, why not.

In conducting the investigation, the Director of Legal & Compliance may enlist internal or external legal, accounting, human resources, or other advisors, as appropriate. The Director of Legal & Compliance and his delegates shall have access, during an investigation, to all books and records of Sunwah Kingsway. Directors, officers, employees and agents are expected to fully co-operate in the investigation. In conducting any investigation, the Director of Legal & Compliance shall use reasonable efforts to protect the confidentiality of the Whistleblower's identity. Investigations will be conducted as quickly as possible, taking into account the nature and complexity of the complaint and the issues raised therein.

For confirmed cases of misconduct, malpractice and irregularity, the normal process is for the disinterested member of the management of Sunwah Kingsway to determine what disciplinary action is appropriate. If there is sufficient evidence to suggest that a case of possible criminal offence or corruption exists, the matter will be reported by the Director of Legal & Compliance to the relevant local authorities (e.g. anti-corruption agencies, the Securities and Futures Commission and the police).

The Director of Legal & Compliance shall retain as a part of the records any and all reports or concerns and related documentation for a period of no less than three years.

9. Reporting to the Audit Committee

On a half-yearly basis, the Director of Legal & Compliance shall report to the Audit Committee, in the aggregate, the number, the nature, and the outcome of complaints received and investigated under this policy. Notwithstanding the foregoing, the Director of Legal & Compliance shall promptly report to the Audit Committee any complaint that may have material consequences for the Company. Also, a register of cases will be tabled to the Audit Committee at their half yearly meetings.

10. Bad Faith Allegation

If a Whistleblower makes a false report maliciously, with an ulterior motive, or for personal gain, Sunwah Kingsway Group reserves the right to take appropriate actions against the Whistleblower to recover any loss or damage as a result of the false report. If the Whistleblower is an employee, he or she may face disciplinary action, including dismissal, where appropriate.

11. Responsibility for Implementation and Review of Policy

This policy has been approved by the Sunwah Kingsway Group Executive Committee and adopted by the Board of Directors. The Board of Directors has delegated the day-to-day responsibility for administration of the policy to the Director of Legal & Compliance.

Any questions with respect to the general application of this policy should be made to the Director of Legal & Compliance. The Director of Legal & Compliance is presently Mr. Vincent Wai Shun Lai.

1 April 2022