



CULTURE LANDMARK INVESTMENT LIMITED

(Incorporated in Bermuda with limited liability)

(the “Company”)

(Stock Code: 674)

WHISTLEBLOWING POLICY

1. INTRODUCTION

The Company and its subsidiaries (collectively the “**Group**”) are committed to achieving and maintaining the highest standards of openness, probity and accountability. 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 Group to ensure that any inappropriate behaviour that compromise the interest of the shareholders, investors, customers and the wider public does not occur.

2. PURPOSE AND APPLICABLE AREA

The purpose of formulating this policy is to increase the awareness of maintaining internal corporate justice and regard this as a kind of internal control mechanism. It provides the employees or any other persons (such as suppliers, customers, shareholders or other stakeholders) with reporting channels and guidance on whistleblowing. The content of this policy is implemented in all Group companies worldwide.

3. POLICY

This policy covers any good faith complaint or concern with respect to the Company, of any employee or any other person, in connection with:

- Breach of legal or regulatory requirements
- Criminal offences, breach of civil law and miscarriage 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 rules of conducts applicable within the Group
- Improper conduct or unethical behaviour likely to prejudice the standing of the Group
- Deliberate concealment of any of the above

3.1 Protection and Confidentiality

It is the Group's policy to make every effort treating all disclosures in a confidential and sensitive manner after any employee or any other person reports concern about any of the above matters. The identity of the reporting person making the allegation will not be divulged without the reporting person's consent. However, there may be circumstances in which the Group may be required or legally obliged to reveal the reporting person's identity, for example, where an investigation leads to legal proceedings being initiated. If this is the case, the Group will take all reasonable steps to ensure that the reporting person suffers no detriment. Harassment or victimization of a genuine whistle blower will be treated as gross misconduct, which if proven, may result in dismissal.

3.2 Untrue Allegations

In making a disclosure, the reporting person should exercise due care to ensure the accuracy of the information. No matter the allegations are being proven, the reporting person will not be at risk of suffering any form of retribution as a result provided that he/she is acting in good faith and reasonable manner. On the other hand, disciplinary action may be taken against the reporting person who is proven to raise false and malicious allegations deliberately. In an extreme case vexatious or wild allegations could give rise to legal action on the part of the persons complained about.

3.3 Acknowledgement and Recognition

The Group places great value upon creating an environment where employees would maintain the highest standard of ethics, honesty, openness and accountability. The Group recognizes that it requires courage and personal quality such as righteousness, loyalty and impeccable integrity for an employee to step out and blow the whistle. These personal qualities and positive behaviours demonstrated by the whistleblowers are well acknowledged by the Group and will be taken into consideration, among others, for the employee's career opportunities and advancement.

4. PROCEDURE

4.1 Reporting Channel

- (I) Employee who has a legitimate malpractice concern can inform the respective Head of Department of the concern. The Head of Department should then raise the matter with the CEO. If the concern involves the Head of Department, or for any reason the employee would prefer the Head of Department not to be told, the employee may raise the matter direct with the CEO.

If the concern involves the CEO, the CFO or a Director, the employee can report directly to the Chairman.

The CEO or the Chairman should report the matter to the Audit Committee in the above circumstance. The Chairman of the Audit Committee will review the complaint and decide how the investigation should proceed.

If for any reason the employee would prefer not to raise the malpractice concern with the Head of Department, the CEO and the Chairman, the employee may take the complaint direct to the Chairman of the Audit Committee.

- (II) Other person who wishes to report a complaint or concern may raise the matter direct with the Chairman of the Audit Committee.

4.2 Reporting Format

Disclosures can be made in person or in writing. If the disclosure is made in writing, it should be sent to the Head of Department at his/her office or the CEO, the Chairman or the Chairman of the Audit Committee as appropriate at Rooms 2501-2505, 25th Floor, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong, in a sealed envelope clearly marked “Strictly Private and Confidential – To be Opened by Addressee” to ensure the confidentiality, or through sending email to the following address: acchairman@hkcli.com. **Reporting persons are required to put their name to any disclosures they make. Anonymous complaints would usually not be considered.** The Group will hold it a serious disciplinary offence for any person to seek to prevent a communication of malpractice concern reaching to the CEO, the Chairman or the Chairman of the Audit Committee, or to impede any investigation which he/she or anyone on his/her behalf may make.

If there is evidence of criminal activity, activity on 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 police, the Independent Commission Against Corruption, the Security and Futures Commission and etc., as appropriate.

4.3 Investigation Procedure

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 by an appropriate officer;
- be referred to the relevant public or regulatory bodies;
- be referred to the External Auditor; and/or
- form the subject of an independent inquiry.

The CEO, the Chairman, the Chairman of 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;
- 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.

Note: If there is any inconsistency between the English and Chinese versions of this policy, the English version shall prevail.

Adopted on 6 March 2015.