



## **Vincent Medical Holdings Limited**

**永勝醫療控股有限公司**

(the “**Company**”, together with its subsidiaries, the “**Group**”)

*(Incorporated in the Cayman Islands with limited liability)*

(Stock code: 1612)

### **WHISTLEBLOWING POLICY**

**(the “Policy”)**

Adoption date: 23 March 2022

#### **1. Purpose**

- 1.1 The Company is committed to the highest standards of openness, probity and accountability. An important aspect of accountability and transparency is a mechanism to enable staff and other members of the Group to voice concerns in a responsible and effective manner.
- 1.2 Where employees discovers information which they believe shows serious malpractice or wrongdoing within the organisation, then this information should be disclosed internally without fear of reprisal, and there should be arrangements to enable this to be done independently of line management (although in relatively minor instances the line manager would be the appropriate person to be told).
- 1.3 This Policy is intended to assist individuals who believe they have discovered malpractice or impropriety. It is not designed to question financial or business decisions taken by the Group nor should it be used to reconsider any matters which have already been addressed under harassment, complaint, disciplinary or other procedures. Once the procedures under the Policy are in place, it is reasonable to expect staff to use them rather than air their complaints outside the Company.

#### **2. Scope of the Policy**

- 2.1 This Policy is designed to enable employees of the Group to raise concerns internally and at a high level and to disclose information which the individual believes shows malpractice or impropriety.

2.2 This Policy is intended to cover concerns which are in the public interest and may at least initially be investigated separately but might then lead to the invocation of other procedures e.g. disciplinary. These concerns could include but not limited to:

- (1) Financial malpractice or impropriety or fraud
- (2) Failure to comply with a legal obligation or statutes
- (3) Dangers to health and safety or the environment
- (4) Criminal activity
- (5) Improper conduct or unethical behaviour
- (6) Attempts to conceal any of these

### **3. Protection and safeguards to whistleblowers**

#### **3.1 Protection**

3.1.1 This Policy is designed to offer protection to those employees of the Group who disclose such concerns provided the disclosure is made:

- in good faith
- in the reasonable belief of the individual making the disclosure that it tends to show malpractice or impropriety and if they make the disclosure to an appropriate person (see below)

3.1.2 Complainants are protected in assisting investigations. The Company prohibits any act of discrimination or retaliation, and any person who takes any obstructive, intervening or hostile measures, discloses complaints, information of the complainant or takes retaliatory actions against the complainant, the Company will make warnings and/or internal disciplinary action, and if it violates the law, the Company will transfer such case to the relevant local authorities or law enforcement departments in accordance with the law.

3.1.3 It is important to note that no protection from internal disciplinary procedures is offered to those who choose not to use the procedures under the Policy. In an extreme case malicious or wild allegations could give rise to legal action on the part of the persons complained about.

## **3.2 Confidentiality**

The Company will treat all such disclosures in a confidential and sensitive manner. The identity of the individual making the allegation may be kept confidential so long as it does not hinder or frustrate any investigation. However, the investigation process may reveal the source of the information and the individual making the disclosure may need to provide a statement as part of the evidence required.

## **3.3 Anonymous allegations**

3.3.1 This Policy encourages individuals to put their name to any disclosures they make.

3.3.2 This Policy also allows reports on an anonymous basis, but in the case of anonymous reports, the Company will consider the following factors to ascertain whether such reports can be handled:

- the seriousness of the issues raised
- the credibility of the concern
- the likelihood of confirming the allegation from attributable sources

## **3.4 Untrue allegations**

3.4.1 If an individual makes an allegation in good faith, which is not confirmed by subsequent investigation, no action will be taken against that individual.

3.4.2 In making a disclosure the individual should exercise due care to ensure the accuracy of the information.

3.4.3 If, however, an individual makes malicious or vexatious allegations, and particularly if he or she persists with making them, disciplinary action may be taken against that individual.

## **4. Procedures for reporting and investigation**

4.1 For the procedures of reporting and investigation, please see **Schedule 1**.

4.2 In the case of a complaint, which is any way connected with or is against the designated addressee as set out in Schedule 1, the complaint should be forwarded to the Chief Executive Officer for referral. The Chief Executive Officer shall nominate an appropriate senior manager to act as the alternative investigating officer.

- 4.3 If the relevant personnel considers that the management without any conflict of interest can more appropriately investigate the complaint, the Chairman has the right to refer the complaint back to management.
- 4.4 The time points referred to in Schedule 1 are for reference only. Due to the varying nature of complaints and the potential internal investigations, it will not be possible to establish an accurate timetable for such investigations. Investigators should ensure that the investigation is carried out as soon as possible without compromising the quality and depth of the investigation.
- 4.5 If the complainant is not satisfied that their concern is being properly dealt with by the investigating officer, the complainant shall have the right to address directly to the Chairman or Chief Executive Officer/Chief Financial Officer on a confidential basis.

## **5. Other reporting platforms**

- 5.1 If the investigation finds the allegations unsubstantiated and all internal procedures have been exhausted, but the complainant is not satisfied with the outcome of the investigation, the Company recognises the lawful rights of employees and ex-employees to make disclosures to prescribed persons (such as the audit commission or the utility regulators), or, where justified, elsewhere.
- 5.2 Internal investigations conducted under this Policy shall not affect any future investigations conducted by law enforcement agencies. If the relevant personnel believe that the reported matter involves a criminal offence, they should report it to the appropriate relevant authorities or law enforcement agencies as soon as practicable.
- 5.3 The Chief Executive Officer should be promptly and confidentially notified of all cases that should be reported to the relevant authorities or law enforcement agencies. The Company will not contact relevant authorities or law enforcement agencies to file reports or similar actions without the prior review and approval of the Chief Executive Officer.

## **6. Review of the Policy**

The Board of Directors of the Company will review this policy from time to time (not less than once per year) to ensure its implementation and effectiveness.

A copy of this policy shall be published on and downloadable from the Company's website.

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

# SCHEDULE 1 – COMPLAINT REPORTING FLOWCHART

