



# Suoxinda Holdings Limited

索信达控股有限公司

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

**(Stock Code: 3680)**

## Whistleblowing Policy

### 1. Purpose

- 1.1 Suoxinda Holdings Limited (the “**Company**”) and its subsidiaries (collectively referred to as the “**Group**”) are committed to upholding and implementing high standards of business principles and ethics in an honest, open, non-corrupt and law-abiding and accountable manner. The Group expects all employees to act honestly, impartially and sincerely. Each employee shall be liable to ensure that no misconduct that may prejudice the interests of shareholders, investors, customers, suppliers and the public occurs, which is also in the best interests of the Group. In order to maintain sound corporate governance standards, the Company has formulated a whistleblowing policy (the “**Policy**”) to ensure that complaints can be received, investigated and filed in a confidential manner subject to all applicable laws.
- 1.2 Whistleblowing is regarded by the Company as an early warning system that enables individuals to raise doubts about unethical conduct and misconduct, rather than as a work-related complaint or grievance tool.

### 2. Policy Statement

- 2.1 The Company provides a healthy environment to encourage the employees, suppliers and customers of the Group, and those who deal with the Company (the “**Stakeholders**”) to express concerns about any misconduct, fraud and violations related to the Company’s affairs in a confidential manner. The Policy provides a method by which employees and third-party whistleblowers (collectively referred to as the “**Whistleblowers**”) (i) may report in good faith relating to or involving potentially serious violations of policies of the Company or laws; and (ii) ensure that the Whistleblowers shall be properly protected and shall not be retaliated against for their honest whistleblowing.
- 2.2 For each whistleblowing, the Company shall make every effort to investigate the severity of the respective matters and the reliability of the data or statement provided in accordance with the principle of fairness, and take appropriate actions as the case may be. The Company shall not and shall not allow any officer or employee to retaliate against the Whistleblowers who reports a potentially serious violation in good faith. “In good faith” means that the Whistleblowers reasonably believes that the complaint is correct and that the complaint made is not for personal benefit or other hidden motives.

### **3. Protection and Prevention of Retaliation**

- 3.1 The Company is committed to establishing an open, fair and transparent environment in which individuals can report actual problems and doubts.
- 3.2 The Policy and related procedures aim to protect the Whistleblowers from retaliating for making a complaint (even if the complaint cannot be proven ultimately), and the complaint must be:
- (i) reported in good faith, especially respect others;
  - (ii) made by the whistleblower who has reason to believe that the relevant act or matter constitutes or is likely to constitute a serious violation; and
  - (iii) whistle-blown according to the complaint channel referred herein.
- 3.3 According to the Policy, the Company shall not retaliate against all Whistleblowers who meet the aforesaid conditions, and shall not tolerate any punishment, dismissal, demotion, suspension, intimidation, harassment, transfer to an undesirable position or location, or discrimination (collectively referred to as the “**Retaliations**”) against the Whistleblowers by directors, officers, employees and agents, directly or indirectly, for the complaints about suspected illegal or unethical conduct raised by the Whistleblowers. The Company regards any retaliation as a serious violation of the Policy of the Company and may impose disciplinary action or even dismissal. The scope of protection shall extend to any person who provides relevant investigation information (including internal investigations).

### **4. Various Misconducts, Malpractices and Violations**

Examples of misconducts or malpractices may include but not limited to the following circumstances:

- 4.1 Misconducts or malpractices related to the accounting, internal control and auditing affairs of the Group.
- 4.2 Disclosure of confidential information or patent information to the public.
- 4.3 Misconduct, corruption, bribery, fraud, theft or misappropriation of the property, assets or resources of the Group.
- 4.4 Other serious misconduct bringing potential economic loss, non-economic loss to the Group or damage the reputation of the Group.
- 4.5 Concealing major conflicts of interest.
- 4.6 Misleading, deceiving, manipulating, coercing or fraudulently affecting internal and external accountants or auditors responsible for preparing, inspecting, auditing or reviewing the financial reports or records of the Group.
- 4.7 Violation or potential violation of laws, rules or regulations.
- 4.8 Misconduct or unethical conduct.

4.9 Attempt to conceal or cover up any of the above conducts.

## **5. Confidentiality**

5.1 The Company shall treat all received information as top secret, and the Whistleblowers can choose to report anonymously. However, the Whistleblowers are strongly encouraged to provide their names and contact information so that reports or further corresponding information can be obtained directly from them as and when required.

5.2 In certain cases, the nature of the investigation led to the disclosure of the identities of the Whistleblowers. If any such disclosure exists, the Company shall make every effort to inform the Whistleblowers of the possible disclosure of their identities.

5.3 However, the Company may be required to disclose the identities of the Whistleblowers under certain circumstances or due to legal obligations, such as investigations conducted for legal proceedings, requests from relevant authorities or regulatory agencies, or requirements in accordance with laws, regulations or court orders.

## **6. Whistleblowing Channel**

6.1 Any whistleblowing hereunder must be notified to the internal audit department (highly independent and not involved in business operations) through one of the following confidential methods:

➤ In written:

Suoxinda Holdings Limited

18th Floor, Microprofit Building, No.6 Gaoxin South 6th Road, Nanshan District, Shenzhen, Guangdong, the PRC

To: Internal Audit Department of Suoxinda Group (completely confidential)

➤ By email:

[sxdreport@datamargin.com](mailto:sxdreport@datamargin.com)

6.2 Any whistleblowing shall provide sufficient, clear and relevant information with relevant dates, locations, persons/witnesses and figures, so as to conduct reasonable investigations. The Whistleblowers may also discuss any matters with the head of the internal audit department, and shall indicate such requirements in the submitted information or message and provide a phone number for contact in due course. The internal audit department shall confirm receipt of the whistleblowing to the Whistleblowers where practicable.

6.3 If the Whistleblowers expect not to report various misconducts through the internal audit department for any reasonable reason, the Whistleblowers can directly report to the chairman of the Group, and the chairman of the Group shall review the complaint and decide on the investigation method. The contact information of the chairman of the Group is as follows:

Suoxinda Holdings Limited

18th Floor, Microprofit Building, No.6 Gaoxin South 6th Road, Nanshan District, Shenzhen, Guangdong, the PRC

To: Chairman of Suoxinda Group (completely confidential)

## **7. Investigations**

- 7.1 The form and duration of the investigation varied according to the nature and complexity of the various reports submitted.
- 7.2 According to the information provided by the Whistleblowers, a preliminary review shall be conducted internally to have an understanding of the relevant circumstances of the allegations. Managers or senior management of other relevant business departments of the Group may be required to participate in the preparation of investigation reports.
- 7.3 The internal audit department shall assess the severity of the complaint, and if necessary, shall consult the management personnel who have no interest in the complaint to determine the manner in which the complaint will be investigated, the amount of internal and/or external resources used, and the candidate responsible for leading the investigation.
- 7.4 In conducting an investigation, the internal audit department shall appoint appropriate internal or external legal, accounting, human resources or other advisors. The internal audit department and its authorized persons shall be entitled to inspect all books and records of the Group in the course of the investigation. The directors, officers and employees of the Group shall fully cooperate with the investigation. In handling any investigation, the internal audit department shall reasonably keep the identities of the Whistleblowers confidential.
- 7.5 If various misconduct, malpractices and violations are proven, the normal procedure shall be to determine appropriate disciplinary actions by the management personnel who has no interest in the complaint. If there is sufficient evidence indicating that the reported incident may involve criminal offences or corruption, the accusation and relevant information may be submitted to the relevant authorities, and further action may be taken accordingly.
- 7.6 The Whistleblowers may be notified of the results of the investigation as and when applicable and necessary.

## **8. Reporting to the Audit Committee**

The head of the internal audit department shall report the total number, nature and results of the complaints received and investigated under the Policy to the audit committee of the board of directors of the Company (the “**Committee**”) on a quarterly basis. In addition to the above periodic reports, the head of the internal audit department shall also report any complaints that have a significant impact on the Group to the Committee as soon as possible.

## **9. False Whistleblowing**

If the Whistleblowers submit a false report maliciously or for personal benefit, the Company shall reserve the right to take appropriate actions against any person (including the Whistleblowers) to recover any loss or damage caused by the false report. If the Whistleblowers are employees of the Group, the employees may face disciplinary action including dismissal (as appropriate).

## **10. Supplementary Provisions**

10.1 Any matters not covered herein shall be subject to relevant laws, regulations and rules (including the Listing Rules).

10.2 The Policy shall be implemented after approval by the board of directors of the Company.

10.3 The board of directors shall be solely responsible for implementing, inspecting and reviewing the Policy on a regular basis.

**19 October 2021**