



WHISTLE-BLOWING PROGRAMME

Introduction

Westminster Travel Limited (“the Company”) is committed to maintaining the best employment practices and the highest standards of openness, probity, accountability and corporate governance. To achieve accountability and transparency, the Company is adopting a programme which provides a mechanism to enable employees of the Company and its subsidiary/associate companies (collectively known as the “Group”) and any other persons, to voice concerns over malpractice or wrongdoing within the Group, in a responsible and effective manner.

This programme is designed to provide guidance to enable employees of the Company and any other persons, to raise concerns internally and at a high level and to disclose information which the individual believes shows malpractice or impropriety. When an individual discovers information which he/she believes show serious malpractice or wrongdoing within the Group, then this information should be disclosed without fear of reprisal, and there should be arrangements to enable this to be done independently of related line management.

It should be emphasised that this programme 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 Company nor should it be used to reconsider any matters which have already been addressed under harassment, complaint, disciplinary or other procedures. Once the “whistle-blowing” procedures are in place, it is reasonable to expect employees and any other persons to use them rather than voice their complaints outside of the Company.

Objectives

The objectives of the programme are:

- To communicate the Company’s expectations of employees of the Group (hereinafter referred to as “employee(s)”) and any other persons in detecting fraudulent activities or malpractices;
- To guide employees and any other persons on the course of action when addressing their concerns or suspicions of fraudulent activities or malpractices;
- To provide a process for investigations and management reporting; and
- To establish the policies for protecting whistle-blowers against reprisal by any person internal or external to the Group.

Types of Action Covered by Programme

This programme is intended to deal with concerns about wrongdoings that fall within the following activities:

- Financial malpractice or impropriety
- Fraud or corruption or any dishonest act
- Criminal activity including forgery or falsification of and alteration to Company documents/accounts
- Breach of legal obligation (including negligence, breach of contracts)



- Danger of destruction to and unsafe practices in the work environment
- Improper conduct or unethical behaviour (e.g. disclosure of confidential and proprietary information to party(ies) without prior authorization and a need-to-know basis; accepting/seeking anything of material value from business associates e.g. Vendors)
- Attempts to conceal any of the above
- Any other similar or related inappropriate conduct or activities that might lead to other damaging implications to the Group.

Scope of Programme

This programme applies to any of the above actions involving employees, vendors/contractors, consultants, and/or any other parties whom the Group has a business relationship with.

Programme

All employees and any other persons are encouraged to highlight any suspicion of fraudulent or inappropriate activities and malpractices within the Group and bring them immediately to the attention of the Head of Internal Audit (“IA”) and/ or Head of HR, Administration and Communications (“Head of HR”).

All reports of any of the above actions will be attended to with a full-scale investigation by an Investigation Committee comprising of Head of Internal Audit and committee members appointed by the Head of Internal Audit and Head of HR.

All personnel must provide full cooperation and support to the Investigation Committee.

The Company views whistle-blowing seriously and acts on the following where necessary:

- Prevent the whistle-blower” to be victimized;
- Treat victimization of whistle-blowers as a serious matter that may lead to disciplinary action including dismissal; and
- Take disciplinary/legal action if any employee or any other persons destroys or conceals evidence of poor or unacceptable practices or misconduct or makes untrue allegations.

The employee or any other person who has reported a suspicion of fraudulent activities or malpractices in good faith and in compliance with the provisions of this programme shall not be prejudiced in his/her position in any way as a result of the reporting.

The programme is not intended for personal complaints; or for employees or any other persons who seek personal gain; or who otherwise do not act in good faith. The Company will not tolerate any such malicious acts, and disciplinary/legal action(s) may be taken against such informant(s).



Process

All employees and any other persons are responsible for reporting any fraudulent practices and inappropriate activities within the Group and bringing them immediately to the attention of the Head of Internal Audit or Head of HR via any of the following:

- By contacting Head of Internal Audit (telephone number: (852) 2313 9778); the Head of HR (telephone number: (852) 2313 9878);
- By email to Head of Internal Audit (agnes.lu@hkwtl.com); office of HR or Head of HR, (elaine.tong@hkwtl.com);
- By surface mail for the attention of the Head of Internal Audit or Head of HR at the following address:

17/F, BEA Tower, Millennium City 5, 418 Kwun Tong Road,
Kwun Tong, Kowloon, Hong Kong

The report should be factual and contain as much information as possible to facilitate proper assessment and urgency of investigative procedures.

- (a) Once whistle-blowing is initiated, the Head of Internal Audit and/or Head of HR, the Managing Director and Finance Director will be acknowledged if the Head of Internal Audit and/or Head of HR thinks fit, an initial assessment will be conducted and logged on the “Whistle-Blowing Report” form to determine how the investigation should proceed.
- (b) The Investigation Committee will comprise of the Head of Internal Audit and independent committee members recommended by the Head of Internal Audit and Head of HR.
- (c) The Investigation Committee may contact the whistle-blower and any party(ies) or personnel for further information and/or any documents that can shed light to the investigation during the course of the investigation.
- (d) The Investigation Committee must exercise great care, sensitivity and timeliness whilst carrying out the investigation to avoid “misleading or wrongful” conclusions or actions which might affect the evidence of the investigation or result in wrongful accusations of any party(ies).
- (e) An investigation report will be put up by the Investigation Committee to the Managing Director, Finance Director and/or their designate(s) for review and approval. Upon approval, recommended actions will be initiated. Neither the Head of Internal Audit nor the Investigation Committee has the authority to terminate any employee found guilty of any of the above action.
- (f) Investigation results are confidential and will NOT be disclosed or discussed with anyone other than those with a legitimate need to know. The whistle-blower will not be updated on the outcome of the investigations other than confirmation that the matter has been dealt with by the Company. This is to safeguard all parties, including the Company.



- (g) The Managing Director and Finance Director are to review actions taken by the Company towards whistle-blowing initiatives and ensure that fraudulent practices are reviewed without prejudice or biasness, and executed with professional integrity in compliance with the Company's policy.

Administration

The Head of Internal Audit, with the assistance of the Head of HR, will be responsible for administration of this programme, which will be reviewed by the Finance Director, as and when deemed appropriate, with recommendations, if any, made to the Managing Director for approval.

Immunity from Disciplinary Action

The Company encourages the reporting of fraudulent practices and inappropriate activities and in pursuit thereof, shall grant administrative immunity to whistle-blowers.

Where a whistle-blower, either an employee of the Group or any other person, acting in good faith, and who has not himself or herself engaged in serious misconduct or illegal conduct shall be protected from any forms of harassment, retaliation, and in case of an employee of the Group, any adverse employment or career advancement consequence or discrimination, including but not limited to demotion, dismissal or reduction of compensation or privileges of employment.