

AVIC International Holding (HK) Limited
(the “Company”)

WHISTLEBLOWING POLICY

1. Purpose

The Company and its subsidiaries (collectively, the “Group”) are committed to achieving and maintaining the highest standards of openness, probity and accountability. In line with this commitment, the Company expects and encourages employees of the Group and those who deal with the Group (e.g. customers and suppliers) to report to the Company any suspected impropriety, malpractice or irregularities of the Group.

This Policy aims to assist whistleblowers, in confidence, to raise concerns about possible impropriety, malpractice or irregularities (including aspects of financial reporting, internal control or other matters) by providing reporting channels and guidance.

2. Scope

This Policy applies to all employees of the Group as well as those who deal with the Group (e.g. customers and suppliers).

3. Impropriety, Malpractice and Irregularities

Whilst it is impossible for the Company to provide an exhaustive list of the activities that constitute impropriety, malpractice or irregularities, this Policy is intended to cover including but not limited to:

- breach of legal or regulatory requirements
- criminal offences
- miscarriage of justice
- malpractice, impropriety or fraud in internal control, financial reporting, accounting, auditing or other financial matters of the Group
- endangerment of the health and safety of an individual
- damage to environment
- breach of rules, systems or policies of the Group
- improper conduct or unethical behavior likely to prejudice the standing of the Group
- deliberate concealment of any of the above

4. Protection

Whistleblowers making genuine and appropriate reports under this Policy are assured of protection. Even if the reported incidents turned out to be unsubstantiated, whistleblowers will not be subject to unfair dismissal, victimization or unwarranted disciplinary action. The Group reserves the right to take appropriate actions (including summary dismissal) against anyone (include employees) who harass, retaliate or persecute against whistleblowers.

5. Confidentiality

The information of each report and the identity of the whistleblowers will be kept strictly confidential. The Group will endeavor to advise a whistleblower in advance if his or her identity may need to be disclosed or where:

- the reported incidents and the identity of the whistleblower are already public knowledge;
- in compliance with the requirements of any applicable laws or regulations as set out by regulatory bodies or law enforcement authorities; and
- report in bad faith or in abuse of this policy.

6. Reporting and Investigation Procedures

Reporting Procedure

Whistleblowers should report in writing to the Audit Committee of the Company (the "Audit Committee") using the standard whistleblower report form ("Whistleblower Report Form") attached as Appendix of this Policy.

All Whistleblower Report Forms should be sent in a sealed envelope clearly marked "Strictly Confidential – To be Opened by Addressee Only" and addressed to:

The Audit Committee
AVIC International Holding (HK) Limited
Unit B, 15/F., United Centre, 95 Queensway, Hong Kong

Whistleblower are required to provide details of the reported incidents (including name(s) of involved person(s), date(s), place(s), detail(s), supporting evidence and any other relevant information of the relevant incident(s)).

Whistleblowers are requested by the Company to provide their details (including name(s) and contact details) so as to facilitate the investigation and such details will be kept strictly confidential.

Investigation Procedure

The format and length of an investigation will vary depending upon the nature and particular circumstance of each reported incident made (the "Report"). The Audit Committee may:

- perform internal investigation directly or by authorizing relevant department head(s) of the Company;
- refer to external auditors;
- form an independent advisory group;
- refer to relevant regulatory bodies or law enforcement authorities; and/or
- take any other appropriate investigation actions.

Upon receipt of the Report, the Chairman of the Audit Committee shall, or via the Company Secretary, respond to the Whistleblower as soon as practicable:

- acknowledging receipt of the Report;
- advising whether or not the reported incident will be investigated further and, as appropriate, the actions taken or being taken or the reasons for no investigation being made; and
- where applicable, giving an estimated of timeline for the investigation.

7. Reports in Bad Faith

If a Whistleblower makes a false report maliciously, with an ulterior motive or for personal interest, the Group reserves the right to take appropriate actions, including dismissal, against the Whistleblower to recover any loss or damage arising from the false report.

8. Anonymous Reports

The Company does not accept anonymous reports as increasing investigation difficulties due to inability to contact the Whistleblower on following up the matters.

9. Responsibility for Implementation and Review of Policy

The Audit Committee has overall responsibility for interpretation, implementation, monitoring and periodic review of this Policy.

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WHISTLEBLOWER REPORT FORM

(Strictly Confidential)

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If you wish to make a report, please use this form. Once completed, this report will be treated strictly confidential.

Details of Whistleblower:

Name: _____

Name, department and
position of respective company: _____

Telephone No.: _____

Address: _____

Email: _____

Details of reported incident(s):

Name(s) of involved person(s): _____

Date(s) & place(s): _____

Details of incident(s): _____

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WHISTLEBLOWER REPORT FORM

(Strictly Confidential)

Details of incident(s) (continue): _____

Signature of the Whistleblower

Date of this report