



UNIVERSAL TECHNOLOGIES HOLDINGS LIMITED

環球實業科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1026)

(the “Company”)

Policy and Procedure for Employees Raising Possible Improprieties

1 General

In order to establish a proper channel for employees to voice out their concerns about possible improprieties in financial reporting, internal control or other matters and to settle these concerns. The Company adopts the following principles:

- (1) All cases should be handled fairly and impartially.
- (2) Employees who report incidents in good faith must be protected and their identity must insofar as possible remain confidential.
- (3) Reported incidents shall be verified in the appropriate manner and, if they are confirmed, the Company shall take all necessary steps to identify appropriate remedies.
- (4) Employees will not under any circumstance be subject to any retaliation for involvement in the concerns about possible improprieties.

2 Procedure

- (1) An employee shall report any of his concerns about, include but not limited to, possible improprieties in financial reporting or internal control to his supervisor, the Head of Division / Department or the Human Resources Department, who should then raise the matter with the Chairman/Chief Executive.
- (2) Concerns may be raised orally or in writing. Employees who wish to make a written report are invited to use the following format:
 - the background and history of the concern (giving relevant dates);
 - the reason why the employee is particularly concerned about the situation.
- (3) If an employee considers that his concerns are unlikely to be resolved through discussions with his supervisor, the Head of Division / Department or the Human Resources Department or is of a very sensitive or serious nature which requires the attention of the management, he can raise his concerns direct with Chairman/Chief Executive.

- (4) Concerns raised using the above procedures will be taken seriously and the confidentiality of employees raising concerns will be respected until the formal investigation is started. Thereafter the identity of the person who has raised the concern may be divulged only in the interest of conducting a fair and thorough investigation. Anonymous disclosures are strongly discouraged as they are likely to hinder effective investigation.
- (5) The Chairman/Chief Executive or his designate will conduct an initial investigating meeting and will discuss the concerns raised and seek to establish the facts and the further action to be taken. The employee raising the concern will be informed of the outcome of the investigation as soon as practicable. A written report of the conclusion shall be issued by the Chairman/Chief Executive.
- (6) In the case of a concerns raised against the Chairman/Chief Executive, the employee can lodge it to the independent non-executive Directors, who shall form a committee of three to investigate the case in accordance with the procedure set out in paragraph (5).
- (7) If the employee is not satisfied with the decision made by the Chairman/Chief Executive, he may appeal to the independent non-executive Directors, who shall form a committee of three to examine and re-investigate the case.

3 Reporting

The written report of the conclusion of all cases shall be filed as an official record by the Company Secretary in strict confidence. The written report of the conclusion of all cases shall be made available upon request of any Director.

4 Review

The Board will have responsibility for monitoring progress, producing and publishing results and undertaking periodic revisions. The Board will receive information at least once a year on the numbers and types of cases arising from this policy prepared by the Chairman/Chief Executive/Company Secretary. The confidentiality and anonymity of employees will be preserved when reporting such data.