

ONEWO INC.

WHISTLEBLOWING POLICY - PROCEDURES FOR REPORTING POSSIBLE IMPROPRIETIES

1. OBJECTIVE

Onewo Inc. (hereinafter referred to as the “**Company**”) and its subsidiaries (collectively, the “**Group**”) are committed to a simple, open and transparent corporate culture. In fulfilling the commitment, the Company expects and encourages all employees of the Group and those who have business dealings with the Group (e.g. customers, suppliers, etc.) to report to the Company any suspected impropriety, misconduct or malpractice of any employee of the Group.

This policy and procedures aim to provide reporting channels and guideline on reporting possible improprieties, misconducts or malpractices in relation to the Group’s affairs and reassurance to the reporting person or entity (the Reporter) of the protection that the Group will extend to them against dismissal, victimisation or any form of reprisal for any genuine and good faith reports made under this policy.

2. SCOPE

This policy applies to all employees of the Group as well as independent third parties who have business dealings with the Group.

Whilst it is not impossible to provide an exhaustive list of the activities that constitute impropriety, misconduct or malpractice, this policy is intended to cover serious concerns that could have an impact on the Group, which include but not limited to:

- (1) being punished or committing a crime for the involvement in an illegal act;
- (2) abuse of authority for personal gains;
- (3) malpractice, impropriety or fraud in financial reporting, internal control or other financial matters of the Group;
- (4) breach of the Group’s rules, policies or internal controls;
- (5) endangerment of the health and safety of others;
- (6) discrimination or harassment;

- (7) professional, ethical or other malpractices or wrongdoings; and
- (8) improper conduct or unethical behaviour likely to prejudice the reputation of the Group.

3. PROTECTION

When making a report, the Reporter should exercise due care to ensure the accuracy of the information.

The Reporter making appropriate reports under this policy is assured of protection against dismissal, victimisation or any form of reprisal for any genuine and good faith reports under this policy, even if the reports are subsequently proved to be incorrect or unsubstantiated. Harassment or victimisation of a genuine Reporter is treated as gross misconduct, which if proven, may result in dismissal.

4. CONFIDENTIALITY

Each report will be treated as confidential. The identity of the Reporter will not be divulged unless with such Reporter's consent or where:

- (a) in the opinion of the Audit Committee and the Audit Center of the Company, it is material to the investigation or in the interest of the Company to disclose the identity;
- (b) the report is frivolous or is lodged in bad faith with malicious or mischievous intent or the abuse of this policy;
- (c) it is required to be disclosed in compliance with any applicable law or regulation, by any relevant governmental or regulatory authority including The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), or by the order or directive of any court having jurisdiction over the Company; or
- (d) such report and the identity of the Reporter have already become public knowledge.

5. PROCEDURES

The Audit Center has been established by the Company as its supervisory department, responsible for handling all kinds of irregularities and disciplinary offences within the Company and processing reports received in relation to the impropriety, misconduct or malpractice of any employee of the Group. The Audit Center is independent from other departments of the Company and reports directly to the board of directors.

Making a report

- (a) A report may be made in person, in writing and/or by post to the Audit Center of Onewo:
- Address: The Audit Center of Onewo, Chuangzhiyun Center T3, No. 1 Guangxia Road, Futian District, Shenzhen, Guangdong;
 - E-mail: 22198798@vanke.com;
- The Audit Center of Onewo shall determine the course of action to pursue, with power to delegate, with respect to the report;
- (b) A report can be made by using the standard form attached as Annex I to this policy which may be sent by post or by email to the Audit Center as mentioned above;
- (c) All written reports by post shall be sent in a sealed envelope clearly marked “Strictly Private and Confidential – To be Opened by Addressee Only” and addressed to the head of the Audit Center of the Company to ensure confidentiality;
- (d) Each Reporter is required to provide details of improprieties (including relevant incident(s), behaviour, activity or activities, name(s), date(s), place(s) and any other relevant information) in the report together with any supporting evidences; and
- (e) Details of the Reporter (including name, department/business unit, company, methods of contact, relationship with the complaine, address or email address) are not required but are encouraged to be provided so as to facilitate the investigation and such details will be dealt with absolutely confidential;
- (f) Each Reporter who had made multiple reports with no effect or which, in the opinion of such Reporter, were improperly processed by the Audit Center may make a further report to the Audit Committee:
- (g) – Address: The Audit Committee of Onewo, Chuangzhiyun Center T3, No. 1 Guangxia Road, Futian District, Shenzhen, Guangdong (c/o Company Secretary);
- E-mail: ir@onewo.com.

Investigation procedures

- (1) The Audit Center will comprehensively streamline all clues of integrity and contact the Reporter(s) when required for the purpose of collecting and reviewing evidences, as well as considering whether the evidences can substantiate or exclude the truth of the reported events;
 - The Audit Center will designate an investigator to conduct an interview with the Reporter when required in order to obtain more details;
 - The terms of reference of the Audit Center and the investigation procedures are as follow:
 - (a) collecting all information about the reported events;
 - (b) numbering the reported clues and including them into integrity archives;
 - (c) conducting an investigation and dealing with the reported events based on findings by the case monitoring team;
 - (d) archiving the findings and the reports by the integrity construction team;
 - (e) if the national laws are violated by the directly responsible person of the case, the reported events shall be delivered to relevant regulatory bodies, including the police stations, the economic crime investigation departments, etc.;
 - (f) reporting the major cases/events to the Audit Committee.
- (2) For major cases/events reported by the Audit Center and reports directly received by the Audit Committee, the format and time required of an investigation will vary depending upon the nature and particular circumstances of each event. Where appropriate, the reports raised may:
 - (a) be investigated internally, or if determined by the chairman of the Audit Committee, be investigated by the Zhizhi Xueshe (知之學社), the Human Resources and Administrative Services Center (人力資源與行政服務中心), the Audit Center or other departments of the Company;
 - (b) be referred to external audit units as instructed by the chairman of the Audit Committee;
 - (c) be referred to relevant public or regulatory bodies as instructed by the chairman of the Audit Committee;

- (d) form the subject of any other actions as the chairman of the Audit Committee may determine in the best interest of the Group.

The chairman of the Audit Committee will, or via Zhizhi Xueshe, the Human Resources and Administrative Services Center, the Audit Center or other departments of the Company (as the chairman determines appropriate), respond to the Reporter, if contactable, as soon as practicable upon receipt of the major case/event or report:

- acknowledging receipt of the report;
- advising the Reporter as to whether or not the matter will be investigated further and, as appropriate, the actions taken or to be taken or the reasons for no investigation being made;
- where practicable, giving an estimate of the timeline for the investigation and final response;
- indicating if any remedial or legal action is or is to be taken.

6. CONSISTENCY WITH LAWS AND REGULATIONS

This policy shall be read in conjunction with and subject to any relevant laws, regulations, rules, directives or guidelines that the Stock Exchange or any relevant governmental or regulatory bodies may from time to time prescribe or issue on the matters governed by this policy.

In the event that any matters and procedures herein are inconsistent or in conflict with any relevant laws, regulations, rules, directives or guidelines as prescribed by the Stock Exchange or any relevant governmental or regulatory bodies, the latter shall prevail to the extent of such inconsistency or conflict.

7. MAINTAINING THIS POLICY

The Audit Committee shall supervise the implementation and enforcement of this policy and the procedures herein and is responsible for the interpretation, review and amendment of all the rules and procedures set out herein from time to time.

Onewo Inc.

Annex I

Reporter	Real name or not		Note: If yes, please provide the following information for priority processing and investigation			
	Name		Gender		Method of contact	
	Type of identity document			Identity document number		
	Working unit					
	Current address					
Details of the subject matter	Time of the subject matter		Place of the subject matter			
	Name of the subject person		Gender of the subject person			
	city/project of the subject person					
	Brief description of the subject matter					
Evidence	Evidence in writing					
	Statement of stakeholder(s)					
	Method of furnishing evidence					