

## **Bora Group**

### **Whistleblowing and Complaint Policy**

#### **1. Purpose**

To implement the Company Code of Conduct, Ethical Corporate Management Best Practice Principles, and other related regulations, and to establish an open and trustworthy communication environment, this Complaint Policy is established in addition to independent grievance channels stipulated by laws and regulations.

This policy provides a mechanism for stakeholders (such as employees, customers, suppliers, and shareholders) to report any illegal or improper conduct. It also serves to protect the legitimate rights and interests of whistleblowers, thereby fulfilling corporate social responsibility and promoting sustainable development."

#### **2. Scope, Applicable person and Complaint matters**

2.1 Scope: this policy applies to Bora Pharmaceuticals Co., Ltd. and its affiliates & subsidiaries (collectively, "Bora" or "Company"). Bora Group personnel shall comply with this Policy, related internal regulations, and applicable regulatory requirements in the jurisdictions where Bora Group operates. In case of any inconsistency between internal and external requirements, the stricter requirements shall be applied.

2.2 Applicable person: all the employees, suppliers or customers and other relevant person can report when the following circumstances are identified.

2.3 Complaint matters :

The Company accepts reports of any violations of company regulations, illegal acts, or improper conduct.

#### **3. Duties and Responsibilities**

3.1 Corporate Governance Officer: responsible for assigning the response team to handle whistleblowing cases, and review the investigation report.

3.2 Whistleblowing procedure: Receiving department should report to Corporate Governance Office and assessment department when receive complaints or reporting case. They should then assign the response team to handle the whistleblowing cases.

3.2.1 Human Resource Department: handle the complaint cases from the employees, customers and other stakeholders.

3.2.2 Internal Auditor: handle the complaint cases from suppliers and subcontractors, assist the investigation of other cases and provide the improvement plan of related internal control procedures.

3.3 Related department manager or person related to the complaint case: the whistleblower & related person have the obligation to accept inquiries, answer related questions faithfully, and provide relevant information to assist the investigation; and should adjust the person's job duties who was reported temporarily/permanently if necessary to make sure the completeness of the

evidences.

- 3.4 President of the Company and reported Company: review the investigation report.
- 3.5 Company Chairman: If a reported case is verified to be true, report the investigation result to Chairman.

#### 4. Procedure

##### 4.1 Reporting Channels

- 4.1.1 The Company has established a whistleblowing mechanism to accept both real-name and anonymous reports. However, real-name reporting is encouraged to facilitate communication and investigation. The reporting platform's website should be disclosed on the company's website.
- 4.1.2 When the whistleblower reports a case, it should include below information at least:
  - (1) The name of the reported individual or other information sufficient to identify their identity.
  - (2) Specific details of the reported content, including the time of occurrence, as well as any evidence or supporting documents that could assist in investigation or justify any reasonable suspicion.

##### 4.2 Response and handling process

- 4.2.1 After receiving a reporting case, the Corporate Governance Officer and response team shall be notified. The response team should set up an independent investigation team based on the nature and content of reported case, and handling the matter confidentially.
- 4.2.2 If the reported case involves a director or senior executive, it should be submitted to the independent directors. If the reported matter involves a related party or an individual who should be recused, it should be handled by a higher-level individual or a designated non-interested party as the responsible team.
- 4.2.3 According to the circumstances of the reported cases, the investigation may be conducted by phone, in writing, or through interviews. The investigation process and details should be fully documented and preserved. Files provided by the whistleblower shall be encrypted for protection, and access to these files shall be restricted to personnel involved in the investigation.
- 4.2.4 If contact information is provided, without compromising confidentiality or trade secrets, the whistleblower should have access to necessary information, including handling progress and investigation results, within a reasonable scope.
- 4.2.5 After completing the investigation of the reported case and if contact information is provided, the response team shall contact the reporter to inform them of the investigation results and the appeal period for the case. If the reporter disagrees with the results, they may file an appeal within ten days from the date of the result was informed (hereinafter referred to as the "appeal period") in accordance with this provision:
  - (1) When filing an appeal, the reporter shall specify the reason and provide

new evidence for the appeal. Only one appeal is permitted.

- (2) If the reporter does not file an appeal within the appeal period or fails to provide the required reason and new evidence as specified in the previous clause, the response team may refuse to accept or respond to the appeal, and close the case directly.

4.2.6 If the reported individuals have indeed violated relevant laws or the company's Ethical Corporate Management Best Practice Principles, they should be required to cease the related actions immediately and be subject to disciplinary action in accordance with the company's regulations. If necessary, the case should be reported to the competent authority, referred to judicial authorities for investigation, or pursued through legal channels for damages to protect the company's reputation and interests. However, before any disciplinary actions are taken, the company shall provide the reported individuals with an opportunity to present their comments or file an appeal to protect their rights. If the investigation reveals a major violation or a significant risk of harm to the Company, the response team handling the case shall prepare a report immediately to notify the independent directors in writing or via email.

4.2.7 If the response team does not process the case without legitimate reasons or the supervisor of the reported individual does not take any actions after aware of illegal, unethical, or dishonest behaviors prior to the report, the Company will take disciplinary actions to the relevant person in accordance with the relevant laws or the company's regulations.

4.2.8 If any of the following conditions are present and remain the same after additional documentation provided or an investigation is conducted, the response team can dismiss or close the case without a direct response:

- (1) The report is malicious evidently or contains false information.
- (2) The reason for the report does not meet the criteria specified in Section 2.3.
- (3) The whistleblower does not provide the required information specified in Section 4.1.2.
- (4) The same issue is already under investigation or being handled by another agency, or had already been reported by another individual without any new substantial evidence being provided. However, it still needs to be handled if the subsequent reported provided new significant evidence will help to the investigation.
- (5) The same issue has been reviewed and determined to be ineligible for processing or has been closed. But if the whistleblower provides new substantial evidence demonstrating the necessity for a reinvestigation, it still needs to handle.
- (6) In case in which the anonymous report lacks sufficient information, and we cannot reach out or receive responses within three working days after additional clarification or information is requested, the case may be dismissed.

(7) If the whistleblower has already filed the same report through another channel within the company and it has been accepted for handling, then further actions may not be necessary.

4.2.9 If a reported case is verified to be true, the relevant department should review the relevant internal control policies and operating procedures, and implement corrective action plans to prevent recurrence.

4.2.10 The response team shall report reported cases verified to be true, their handling processes, and subsequent improvement measures to the Board of Directors.

#### 4.3 Recusal in Report Investigations

4.3.1 If the person in the response team has a second-degree relationship with the whistleblower or person being reported, has a conflict of interest related to the reported issue, or any other situation that may compromise the fairness of the investigation or handling, the person must voluntarily recuse themselves. The whistleblower or person being reported also has the right to request their recusal. If the person in the response team knowingly or negligently fails to recuse themselves when required, the company will take appropriate action based on the circumstances.

4.3.2 If the person being reported is the head of the response team, the Corporate Governance Officer shall designate another suitable team to handle the reporting.

#### 4.4 Confidentiality and Whistleblower Protection

4.4.1 All parties involved in the reporting case, including the person being reported, the whistleblower, the response team, and those assisting in handling the case, are all obligated to maintain confidentiality. The identity of the whistleblower and the content of the reporting must be kept confidential. Except the case involving significant fraud and need to disclose as Material information, all the reporting case is prohibited to disclose to avoid the unfair treatment, retaliation, or threats against the whistleblower, any violations will cause the disciplinary action according to the company's policy. The reported parties and related person have obligation to respond truthfully and provide relevant information to assist in the investigation.

4.4.2 The response team needs to keep the records of reported cases, investigation processes and results in written or electronic formats for five years. These records may be maintained electronically and must be managed confidentially. If a lawsuit related to the reported case arises before the retention period expires, the relevant materials must be retained until the lawsuit is concluded.

4.4.3 If an employee makes accusations that are knowingly false, malicious, or in bad faith, the company will take disciplinary action in accordance with company regulations, up to employment termination if the situation is serious. For external whistleblowers involved in such behavior, the company reserves the right to pursue legal action.

4.4.4 If the reported case is found to be a malicious defamation after handling and has caused harm to the person being reported, the company shall assist person being

reported in restoring their rights or reputation upon their request.

- 4.4.5 No retaliatory actions may be taken against the whistleblower, including dismissal, demotion, salary reduction, or any other adverse treatment that impairs their legal, contractual, or customary rights. If a whistleblower thinks she/he has suffered from adverse treatments due to reporting a case, she/he can file a complaint to Human Resources Department, and Human Resources department shall take necessary protective actions to the whistleblower immediately. However, it shall not apply to the situation if the aforementioned action is part of an organizational restructuring, merge or dissolve for company business and operation needs, not targeted at the whistleblower, or the whistleblower is proven to violate company regulations or engaged in unlawful misconduct, which caused the disciplinary action in accordance with relevant rules.

5. Effective and Revise

The policy, and any amendments hereto, shall enter into force after adoption by the Board of Directors.

6. Forms and appendix

Flow Chart of Reporting and Complaint Case Handling

附件1：檢舉申訴事件處理程序流程圖  
Appendix: Flow Chart of Reporting and Complaint Case Handling

