

(Incorporated in the Cayman Islands with limited liability) (Stock Code: 0775)

# EVERYDAY LIVING

Sustainability Report 2020

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# ABOUT CK LIFE SCIENCES

CK LIFE SCIENCES INT'L., (HOLDINGS) INC. IS LISTED ON THE STOCK EXCHANGE OF HONG KONG LIMITED. BEARING THE MISSION OF IMPROVING THE QUALITY OF LIFE, CK LIFE SCIENCES IS ENGAGED IN THE BUSINESS OF RESEARCH AND DEVELOPMENT, MANUFACTURING, COMMERCIALISATION, MARKETING, SALE OF, AND INVESTMENT IN PRODUCTS AND ASSETS WHICH FALL INTO THREE CORE CATEGORIES - NUTRACEUTICALS, PHARMACEUTICALS AND AGRICULTURE-RELATED. CK LIFE SCIENCES IS A MEMBER OF THE CK HUTCHISON GROUP.





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Remark: Some photos in this report may feature persons without face masks. Such photos were taken before the COVID-19 pandemic or in non-specified public place or in countries where face masks were not mandated.

## INTRODUCTION

#### **1.1. ABOUT CK LIFE SCIENCES**

CK Life Sciences Int'l., (Holdings) Inc. ("CK Life Sciences" or the "Company", together with its subsidiaries, the "Group") is listed on the Stock Exchange of Hong Kong Limited.

Bearing the mission of improving the quality of life, CK Life Sciences is engaged in the business of research and development, manufacturing, commercialisation, marketing, sale of, and investment in products and assets which fall into three core categories:



#### THREE CORE CATEGORIES



#### AGRICULTURE-RELATED BUSINESS

The agriculture-related businesses comprise operations in Australia and New Zealand. Australian Agribusiness (Holdings) Pty Ltd ("Australian Agribusiness") engages in the manufacturing, wholesale and retail of plant protection and specialty nutrition products. In Australia, it is one of the largest suppliers of products and services to the professional turf management, home garden, pest management, plant nutrition and plant protection industries. Australian Agribusiness comprises two wholly-owned subsidiary companies, namely Accensi Pty Ltd ("Accensi") which focuses on plant protection products manufacturing, and Amgrow Pty Ltd ("Amgrow") which focuses on sales and distribution.

The Group also owns an extensive vineyard portfolio in Australasia, and the Group's Cheetham Salt Group, comprising Cheetham Salt Limited ("Cheetham") in Australia, Dominion Salt Limited ("Dominion") in New Zealand and Cheetham Garam Indonesia, is the largest producer of salt for the domestic markets in Australia and New Zealand.

#### NUTRACEUTICAL BUSINESS

The nutraceutical portfolio comprises Santé Naturelle A.G. Ltée ("SNAG") in Canada, Vitaquest International Holdings LLC ("Vitaquest") in the United States, and Lipa Pharmaceuticals Limited ("Lipa") in Australia.

#### PHARMACEUTICAL RESEARCH

The pharmaceutical research and development is focused primarily on cancer vaccines and pain management products. The research is conducted at in-house laboratories, as well as in conjunction with partner companies and academic institutions around the world.

CK Life Sciences is a member of the CK Hutchison Group.

#### INTRODUCTION

#### **1.2. CHAIRMAN'S MESSAGE**



CK Life Sciences Int'l., (Holdings) Inc. is pleased to present its first annual standalone Sustainability Report, covering its sustainability strategies, management approach, progress, and highlights during the year from 1 January 2020 to 31 December 2020.

Adopting a sustainable strategy stimulates a transformation journey that never ends. The future is challenging, but we see a real opportunity to face it with optimism while maintaining our commitments to the market. On the following pages, you will find more details about the progress to-date and where we are heading.

Sustainability is the driving force to tackle challenges and embrace innovation. As our mission is to enhance the quality of life by improving human health and the environment in which we live, sustainability is the affirmation of what we have upheld. In 2020, we have set up the board-level Sustainability Committee to assist the Board to oversee the implementation of the Group's sustainability efforts with the support of the Sustainability Working Group that has been set up since 2016. We also have our sustainability-related policies including Environmental Policy, Supplier Code of Conduct and Health and Safety Policy established and adopted. They set out our position with regard to sustainability and are going to guide the Company in setting the overall direction of the sustainability strategy and to integrate sustainability across the businesses.

With the frameworks and directions given under the various sustainability policies adopted by the Board, the Board has mandated the business divisions to devote efforts in developing and implementing measures to address key sustainability risks and opportunities.



On the environmental side, we have converted and replaced equipment to lower fuel consumption and greenhouse gas emissions. We are also fostering a recycling culture at all business units to minimise the amount of landfilled waste. Besides committing to developing and cultivating an energy-saving culture, we encourage our suppliers, business partners, and where applicable, our customers, to further their efforts at environmental stewardship.

Thanks to the dedication and vision of our people, we have been overcoming new challenges and barriers. Focus on people is one of our values. We invest in developing our people and provide them with opportunities to develop as leaders. We embrace diversity and strive to build a safe and supportive work environment. 2020 was a year of challenges and changes. COVID-19 has brought about unprecedented effects on businesses on a global scale. In response to the pandemic, we have acted promptly to protect our employees, reduce operational risks and make our operations economically, environmentally and socially sustainable.

As always, I would like to thank our shareholders, Board of Directors and staff for their continued support.

# Victor T K Li

16 March 2021

#### INTRODUCTION

#### 1.3. 2020 HIGHLIGHTS



#### SUSTAINABILITY COMMITTEE

 Sustainability Committee established as a Board Committee, overseeing the implementation of the Group's sustainability efforts. It is chaired by Mr. IP Tak Chuen, Edmond, Senior Vice President and Chief Investment Officer and Executive Director, and comprised of Mr. Paul Joseph TIGHE, Independent Non-Executive Director, and the Company Secretary as members.

#### GOVERNANCE

• The Group's **sustainability-related policies**, which include Environmental Policy, Supplier Code of Conduct and Health and Safety Policy guide the Group in setting the overall direction of its sustainability strategy and help it to integrate sustainability across its worldwide businesses.





#### ENVIRONMENT

- Cheetham's track trucks and harvesters upgraded with higher energy efficiency standards, which are expected to reduce 9% in diesel usage.
- Cheetham's gas dryer replaced with a more energy-efficient model in Sea Lake production site to **reduce liquefied petroleum gas usage**.
- Lipa uses reverse osmosis water filtration system to purify water that is acceptable for reuse in the production of pharmaceutical products and drinking water.

#### SOCIAL

• Achieved zero fatality rate during the year.



#### 1.4. COVID-19 RESPONSE



To respond to the COVID-19 pandemic, we have implemented a series of operational reinforcement measures to ensure employee health and safety and continued operations.

Some of these actions include:

- Intensified hygiene and cleaning procedures in line with sanitary authorities' guidelines;
- Distributed individual protection facemasks;
- Established work-from-home arrangement for all employees whose jobs can be done remotely to restrict the spread of the virus;
- Arranged physical segregation of teams, transferred to video-conferencing to minimise personal contact;

- Financially supported our people and casuals who are required to self-isolate and had no leave entitlement; and
- Launched mental health care and wellbeing programmes.



#### 2.1. APPROACH TO SUSTAINABILITY

Our predominant principle for sustainability is operating our businesses in a responsible and sustainable way whilst remaining transparent and accountable to our stakeholders. To more effectively manage sustainability, the Group reviewed its sustainability framework in the year and revised and developed relevant policies to align efforts across the Group.



#### 2.1.1. SUSTAINABILITY PILLARS AND POLICIES

The Group's overall sustainability approach and priorities are built on four pillars, namely **The Business**, **The People**, **The Environment** and **The Community**. Each pillar is supported by Group-wide policies, leadership at the Group level and collective efforts across its businesses. These four pillars guide the Group in setting the overall direction of its sustainability strategy to integrate sustainability across all operations of the Group. The Group has policies, procedures and guidelines in place to support management in addressing material sustainability issues across the Group, as described throughout this Report.





#### **BUSINESS**

- Enhance long-term return for its shareholders.
- Focus on sustainable development of its businesses and the communities in which it operates.
- Comply with all relevant and applicable laws and regulations within its operational frameworks.
- Conduct business with uncompromising integrity.
- Safeguard against unfair business practices.
- Achieve a high standard of corporate governance and emphasise a quality board, sound internal control, transparency and accountability to all stakeholders.



#### PEOPLE

- Uphold a high standard of **business ethics** and **personal conduct** of its employees.
- Adhere to **non-discriminatory** employment practices and procedures.
- Provide a positive work environment that values the wide-ranging perspectives inherent in its diverse workforce.
- Foster individual growth and achievement of business goals and offer a wide range of training and development programmes and interest courses and activities.
- Maintain proper systems to ensure internal equity and external competitiveness of staff remuneration and recognition.
- Provide a **safe workplace** for all its employees.



#### ENVIRONMENT

- Comply with or exceed the relevant laws and regulations to control any greenhouse gas (GHG) emissions, discharges into water and land, and waste generation.
- Set targets and review and assess the results regularly to ensure the efficiency of the measures to control emissions.
- Monitor and manage the use of resources, including energy, water and other raw materials.
- **Minimise the impact** of its business activities on the environment and natural resources.
- Develop and implement environmentallyfriendly products and processes with potential commercial applications.
- Encourage and provide support for conservation and **environmental protection** programmes.



#### COMMUNITY

- Consult with local communities and undertake initiatives catering to the needs and benefits of the communities within which it operates, with a focus on employee volunteerism, education, medical, health and elderly care, arts and culture, sports and disaster relief.
- Implement internal guidelines and controls on donations and contributions to safeguard stakeholders' and shareholders' interests.
- Encourage employees to play a **positive** and **active** role in the community.

These principles are adopted Group-wide and implemented by each business unit based on local social, economic and environmental needs. Execution and compliance are monitored continuously through regular management reviews and reporting.

For more information on relevant policies and procedures in place, please refer to the Sustainability Policies and Corporate Governance Policies on the Group's corporate website.





Sustainability Policies

Corporate Governance Policies

#### 2.1.2. STAKEHOLDER ENGAGEMENT

The Group endeavours to communicate openly and transparently with its key stakeholders to gather their views on the issues that concern them the most. Given the diversity of the businesses, the Group deals with different stakeholder groups including employees, customers, business partners, suppliers, shareholders and investors, local communities, governmental authorities and non-governmental organisations. The Group regularly collects their views through various channels, such as meetings, interviews, workshops, surveys and feedback programmes.

The Group uses stakeholders' input to understand the shifting market needs, which in turn helps to inform the Group's decision making in relation to its sustainability practices, initiatives and disclosures.

#### 2.1.3. MATERIALITY ASSESSMENT

This year the management, as led by the Chief Executive Officer, conducted a materiality review to define the material sustainability issues that are perceived to be most significant to the Group and its stakeholders. The list of material issues was reviewed and approved by the Sustainability Committee.



#### MATERIALITY ASSESSMENT PROCESS

1. Identification	• Identified sustainability issues that are considered relevant and important to our business and its stakeholders based on a review of our sustainability-related practices and the previous year's process.
2. Prioritisation	<ul> <li>Mapped the issues to local and international reporting frameworks such as the Sustainability Accounting Standards Board (SASB) industry-specific standards.</li> <li>Assessed the importance of issues based on the expectations of regulators, sustainability ratings and industry peers.</li> <li>Prioritised issues that have a significant impact on the Group's ability to create long-term and sustainable values.</li> </ul>
3. Validation	• Reviewed and approved the material issues by the Sustainability Committee.

Material sustainability issues	Group-wide	Agriculture-related business	Nutraceutical business
Environment		Susiness	business
Energy consumption		$\checkmark$	$\checkmark$
Climate change		$\checkmark$	
Waste management			$\checkmark$
Water use		$\checkmark$	$\checkmark$
Social			
Human capital development		$\checkmark$	$\checkmark$
Occupational health & safety		$\checkmark$	
Supply chain management		$\checkmark$	$\checkmark$
Product responsibility		$\checkmark$	$\checkmark$
Governance			
Corporate governance	$\checkmark$		
Business ethics	$\checkmark$		

The 10 issues listed in the table above are identified as material sustainability issues relevant to the whole Group or specific businesses based on their circumstances.

The material sustainability issues include environmental, social and governance ("ESG") concerns reflecting diverse external stakeholder priorities and the Group's operational and regulatory risk focus. The materiality results set the focus of this Sustainability Report, as described in the sections below including the disclosures on the material sustainability issues, key initiatives and performance in the year.

#### 2.2. SUSTAINABILITY GOVERNANCE

The Group's sustainability governance structure provides a solid foundation for developing and delivering its commitment to sustainability, which is embedded at all levels of the Group, including the Board, the Sustainability Committee and the Sustainability Working Group comprising all key personnel having responsibility of respective businesses of the Group. It guides businesses to implement a sustainability strategy, manage goals and target setting and reporting processes, strengthen relations with internal and external stakeholders, and also ensure overall accountability.



#### THE GROUP'S SUSTAINABILITY GOVERNANCE



#### 2.2.1. THE BOARD

The Board has ultimate accountability for the Group's sustainability strategy, management, performance and reporting through the support of the Sustainability Committee.

The Board examines and approves the Group's sustainability objectives, strategies, priorities, initiatives and goals, targets as well as the related significant policies and frameworks that support their achievement.

The Sustainability Committee reports periodically to the Board on sustainability risks and opportunities, and their impact on business strategy and new investments.

#### 2.2.2. SUSTAINABILITY COMMITTEE

The Sustainability Committee was formally established as a Board committee, comprising one Executive Director, one Independent Non-executive Director and the Company Secretary. Chaired by Mr. Edmond IP, Senior Vice President and Chief Investment Officer and Executive Director, the Sustainability Committee has an overarching role in supporting the Board on the matters of sustainability and oversees the implementation of the sustainability initiatives of the Group, including reviewing the related policies and practices, and assessing and making recommendations on matters concerning the Group's sustainability governance, strategy, planning and risks. The Sustainability Committee meets at least twice a year.

Key responsibilities of the Sustainability Committee include:

- proposing and recommending to the Board on the Group's corporate social responsibility and sustainability objectives, strategies, priorities, initiatives, goals and targets;
- overseeing, reviewing and evaluating actions taken by the Group in furtherance of the corporate social responsibility and sustainability priorities, goals and targets, including coordinating with the business units of the Group and ensuring that their operations and practices adhere to the relevant priorities and goals;
- reviewing and reporting to the Board on sustainability and ESG risks and opportunities;
- monitoring, evaluating and reviewing emerging corporate social responsibility and sustainabilityrelated issues, trends and best practices that could impact the business operations and performance of the Group;
- overseeing and reviewing the Group's corporate social responsibility and sustainability and ESG policies, practices, frameworks and management approach, and recommending improvements;

- considering the impact of the Group's corporate social responsibility and sustainability on its stakeholders, including employees, shareholders, local communities and the environment;
- reviewing and advising the Board on the Group's public communication, disclosure and publications (including the Sustainability Report) as regards to its corporate social responsibility and sustainability performance; and
- performing such further functions related or incidental to the foregoing which the Sustainability Committee deems appropriate.

For more information, please refer to the Terms of Reference of the Sustainability Committee.

#### 2.2.3. SUSTAINABILITY WORKING GROUP

Composed of the management team spanning across the finance department, internal audit department, human resources & administration department, legal department and company secretarial department, the Sustainability Working Group assists the Sustainability Committee to discharge its responsibilities and drive strategic initiatives across the Group. The Sustainability Working Group reports to and receives feedback from the Sustainability Committee regularly.



#### 2.3. ABOUT THIS REPORT

This is the Group's first annual standalone Sustainability Report, covering the Group's sustainability strategies, management approach, progress, and highlights during the year from 1 January 2020 to 31 December 2020, unless otherwise specified.

The information disclosed in this Sustainability Report covers major operations in nutraceutical and agriculture-related businesses located in the United States, Australia, and New Zealand. These businesses contributed to nearly 80% of the Group's revenue in the year ended on 31 December 2020.

This Report is prepared with reference to the December 2019 updated ESG Reporting Guide ("ESG Guide") contained in Appendix 27 to The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The ESG Guide Content Index set out on page 64 contains information about the extent to which the Group has applied the ESG Guide and cross-references to the relevant sections in this Report.

This Report should be read in conjunction with the Group's 2020 Annual Report, which contains a comprehensive review of its financial performance and corporate governance, and also key policies that are published on the Group's website.

The content of this report follows the ESG Guide reporting principles.

- Materiality We focus on matters that impact business growth and are of importance to our stakeholders. For more information, please refer to section 2.1.3 Materiality assessment process.
- Quantitative Information regarding the standards, methodologies, assumptions and/or calculation references, and sources of key conversion factors used for these key performance indicators ("KPIs") is stated wherever appropriate.
- Consistency Consistent methodologies are adopted when calculating the quantitative KPIs unless otherwise specified. Reasons would be provided for any restating of information published in the Report.

This Report is by default made available to the stakeholders online unless specific requests are received for a hard copy with a view to reducing paper consumption to promote environmental protection.

# **CORPORATE GOVERNANCE**





The Group strives to attain and maintain high standards of corporate governance best suited to the needs and interests of the Group as it believes that an effective corporate governance framework is fundamental to promoting and safeguarding interests of shareholders and other stakeholders and enhancing shareholder value.

# CORPORATE GOVERNANCE



The Group has adopted and applied corporate governance principles and practices that emphasise a quality Board, sound internal controls, transparency and accountability. It is, in addition, committed to continuously improving these practices and inculcating an ethical corporate culture.

#### 3.1. THE BOARD

The Board is responsible for directing and guiding the strategic objectives of the Company and overseeing and monitoring managerial performance.

#### 3.1.1. ROLE OF THE BOARD

Directors are charged with the task of promoting the long-term success of the Company and making decisions in the best interests of the Company with due regard to sustainability considerations.

The Board, led by the Chairman, Mr. Victor T K Li, determines the broad strategic direction of the Group in consultation with the Board and is responsible for the high-level oversight of management. Management is responsible for the day-to-day operations of the Group under the leadership of the Chief Executive Officer, with the support of the Executive Directors.

The Board is supported by five Board Committees, namely, the Audit Committee, the Remuneration Committee, the Nomination Committee, the Sustainability Committee and the Executive Committee, with specific terms of reference.

#### 3.1.2. BOARD COMPOSITION

As at 31 December 2020 and up to the date of this Report, the Board comprised 11 Directors, including five Executive Directors, one Non-executive Director and five Independent Non-executive Directors. More than one-third of the Board is made up of Independent Non-executive Directors and at least one of them has appropriate professional qualifications, or accounting or related financial management expertise as required by the Listing Rules. All Directors (including Non-executive Directors) are subject to retirement by rotation once every three years and are subject to re-election in accordance with the Company's Articles of Association and the Corporate Governance Code.

Biographical details of the Directors and Key Personnel are set out in the Directors and Key Personnel on pages 28 to 35 of the 2020 Annual Report. A list setting out the names of the Directors and their roles and functions is also posted on the websites of the Company and Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk).

#### 3.1.3. CHAIRMAN AND CHIEF EXECUTIVE OFFICER

The positions of the Chairman and the Chief Executive Officer are currently held by separate individuals with a view to maintaining an effective segregation of duties respecting management of the Board and the day-to-day management of the Group's business.

The Chairman is responsible for providing leadership to, and overseeing the functioning of, the Board to ensure that it acts in the best interests of the Group.

The Chief Executive Officer, assisted by the other Executive Directors, is responsible for strategic planning of different business functions and day-to-day management and operation of the Group.

Review of the Board composition is made regularly to ensure that it has a balance of expertise, skills and experience appropriate for the requirements of the business of the Company.



#### 3.1.4. BOARD EFFECTIVENESS

Each newly appointed Director received a package which have been compiled and reviewed by the Company's legal advisers, including information on the Group, duties and responsibilities as a director and board committee member under the Listing Rules and relevant regulatory requirements, as well as internal governance policies of the Group. Further information package comprising the latest developments in laws, rules and regulations relating to the duties and responsibilities of directors will be forwarded to each Director from time to time for his/her information and ready reference.

To ensure an appropriate balance of knowledge and experience that allows the Board to fulfil its duty, the Company arranges at the cost of the Company and provides Continuous Professional Development (CPD) training such as seminar sessions and relevant reading materials to Directors to help them keep abreast of current trends and issues facing the Group, including the latest changes in the commercial (including industry-specific and innovative changes), legal and regulatory environment in which the Group conducts its businesses and to refresh their knowledge and skills on the roles, functions and duties of a listed company director.

#### 3.1.5. BOARD INDEPENDENCE

The Board, with the assistance of the Nomination Committee. evaluates the independence of Independent Non-executive Directors, whose independence is assessed with regard to the criteria under the Listing Rules. All the Independent Non-executive Directors of the Company have not been involved in the daily management of the Company nor in any relationship or circumstances which would materially interfere with their exercise of independent judgment.

In identifying suitable candidates for Independent Non-executive Directors, apart from independence which is one of the key factors, the Nomination Committee also takes into account the Board's composition as well as the various diverse aspects as set out in the Board Diversity Policy. The Nomination Committee also reviews on a timely basis any changes in the Directors' professional engagements as well as other directorships or commitments to ensure compliance with the independence criteria and their commitment and devotion to the Board.

#### 3.1.6. BOARD PROCESS

The Board meets regularly, and at least four times a year with meeting dates scheduled prior to the beginning of the year. Between scheduled meetings, monthly updates and other information with respect to the performance and business activities of the Group had been provided to Directors on a regular basis. Whenever warranted, additional Board meetings are held. Further, Directors have full access to information on the Group and independent professional advice at all times whenever deemed necessary and they are at liberty to propose appropriate matters for inclusion in Board agendas.

In 2020, the Company held four Board meetings with a satisfactory overall attendance of approximately 97.73%. All Directors attended the Annual General Meeting ("AGM") of the Company held on 14 May 2020 and the Board meeting held on the same day.



#### CORPORATE GOVERNANCE

Taking into consideration the various social distancing measures as strongly advised by the Hong Kong Special Administrative Region (HKSAR) Government during the COVID-19 situation, the following additional precautionary measures were implemented in the interest of the health and safety of the shareholders attending the AGM:

- Attendees were required to wear a surgical face masks throughout the AGM;
- Attendees were required to complete a Health Declaration Form and assigned seats in partitioned meeting rooms at the AGM venue with video link up to ensure appropriate social distancing and facilitate contact tracing; and
- Directors who were not attending in person participated through video conferencing.

Directors	Board Meeting Attended/ Eligible to Attend	Attendance at 2020 AGM
Chairman		
Victor T K Li	4/4	1/1
Executive Directors		
KAM Hing Lam <sup>(1)</sup>		
(President)	4/4	1/1
IP Tak Chuen, Edmond		
(Senior Vice President and Chief Investment Officer)	4/4	1/1
YU Ying Choi, Alan Abel <sup>(2)</sup>		
(Vice President and Chief Executive Officer)	4/4	1/1
TOH Kean Meng, Melvin		
(Vice President and Chief Scientific Officer)	4/4	1/1
Non-executive Directors		
Peter Peace TULLOCH	4/4	1/1
Independent Non-executive Directors		
KWOK Eva Lee	4/4	1/1
Colin Stevens RUSSEL	3/4	1/1
KWAN Kai Cheong	4/4	1/1
Paul Joseph TIGHE	4/4	1/1
Donald Jeffrey ROBERTS <sup>(3)</sup>	2/2	N/A

Notes:

(1) Re-designated from "President and Chief Executive Officer" to "President" on 1 September 2020.

(2) Promoted from "Vice President and Chief Operating Officer" to "Vice President and Chief Executive Officer" on 1 September 2020.

(3) Appointed as an Independent Non-executive Director on 15 July 2020.

In addition to Board meetings, in 2020 the Chairman met with Independent Non-executive Directors twice without the presence of other Directors. The Independent Non-executive Directors are encouraged to provide their independent views to the Board.

#### **3.1.7. BOARD COMMITTEES**

The Board has established five Board Committees: the Audit Committee, the Remuneration Committee, the Nomination Committee, the Sustainability Committee and the Executive Committee. Each Committee is delegated with the authority to deal with specific matters with a view to operating effectively, and giving appropriate attention and consideration to these matters.

The table below provides membership information of these Committees on which Board members serve:

Board Committee Directors	Audit Committee	Remuneration Committee	Nomination Committee	Sustainability Committee*	Executive Committee*
Victor T K LI		М	Μ		С
KAM Hing Lam					Μ
IP Tak Chuen, Edmond				С	Μ
YU Ying Choi, Alan Abel					Μ
TOH Kean Meng, Melvin					Μ
Peter Peace TULLOCH					
KWOK Eva Lee		С			
Colin Stevens RUSSEL		M			
KWAN Kai Cheong	С				
Paul Joseph TIGHE	М		С	М	
Donald Jeffrey ROBERTS	Μ		Μ		

Notes:

\* also comprises other key personnel

C Chairman of the relevant Board Committees

M Member of the relevant Board Committees



2020 Annual General Meeting of the Group.

#### AUDIT COMMITTEE

The role of the Audit Committee is to assist the Board in fulfilling its audit duties through the review and supervision of the Company's financial reporting, the effectiveness of risk management and internal control systems. It regularly reviews the scope, extent and effectiveness of the activities of the Group's internal audit function, as well as develops and reviews the Company's policies and practices on corporate governance including compliance with statutory and Listing Rules requirements. The Audit Committee, which comprises only Independent Non-executive Directors, is chaired by an Independent Non-executive Director and is comprised of two other Independent Non-executive Directors as members, at least one of whom possesses the relevant financial and business management experience and skills to understand financial statements and monitor the corporate governance, risk management and internal control of the Company.

For more information, please refer to the Terms of Reference of the Audit Committee and 2020 Corporate Governance Report of the Company.

#### **REMUNERATION COMMITTEE**

The principal responsibilities of the Remuneration Committee include making recommendations to the Board on the Company's policy and structure for the remuneration of Directors and the management, and reviewing the remuneration packages of all Executive Directors and the management with reference to the corporate goals and objectives of the Board resolved from time to time.

The Remuneration Committee, which comprises a majority of Independent Non-executive Directors, is chaired by an Independent Non-executive Director and is comprised of one Executive Director and one Independent Non-executive Director as members. The composition of the Remuneration Committee meets the requirements of chairmanship and independence under the Listing Rules.

For more information, please refer to the Terms of Reference of the Remuneration Committee and 2020 Corporate Governance Report of the Company.

#### NOMINATION COMMITTEE

The Nomination Committee is responsible for reviewing the structure, size, diversity profile and skills matrix of the Board and independence of Independent Non-executive Directors and making recommendation on the appointment or re-appointment of Directors and succession planning for Directors.

The Nomination Committee currently comprises a majority of Independent Non-executive Directors and is chaired by an Independent Non-executive Directors and comprised of one Executive Director and other one Independent Non-executive Directors as members.

The nomination process is conducted in accordance with the Director Nomination Policy and Board Diversity Policy, which are available on the website of the Company. For more information, please refer to the Terms of Reference of the Nomination Committee and 2020 Corporate Governance Report of the Company.

#### SUSTAINABILITY COMMITTEE

The Sustainability Committee, which is chaired by an Executive Director, with one Independent Non-executive Director and the Company Secretary as members, was set up by the Board to oversee management and advise the Board on the development and implementation of the sustainability initiatives of the Group, including reviewing the related ESG policies and practices, and assessing and making recommendations on matters concerning the Group's sustainable development and ESG risks.

For more information, please refer to Section 2.2 Sustainability Governance and the Terms of Reference of the Sustainability Committee of the Company.

#### EXECUTIVE COMMITTEE

The Executive Committee is responsible for overseeing the operation of the Group. It discusses and makes decisions on matters relating to the management of operations and of the Company, strategy formulation, and assesses and makes recommendations to the Board on acquisitions of or investments in businesses or projects.

The Executive Committee is chaired by the Chairman of the Board, with all the Executive Directors as the members. The Executive Committee may invite other persons to attend all or part of any meetings as considered appropriate. The Executive Committee shall meet as and when it is necessary.

For more information, please refer to the Terms of Reference of the Executive Committee and 2020 Corporate Governance Report of the Company.



## 3.2. BUSINESS ETHICS3.2.1. CHALLENGES AND OPPORTUNITIES

Business ethics is key in maintaining a consistent moral attitude and conduct within the Group. Government guidelines, regulations, policies or measures related to business ethics are generally getting tighter. At the same time, investors and the public are increasing their expectations for businesses to operate ethically and address social and environmental issues responsibly. It challenges the Group to promote and cultivate the business ethics mindset at all levels.

Maintaining high standards of integrity helps the Group gain the trust of its stakeholders. It helps to attract, retain and engage talents, and allows the Group to select the right suppliers and business partners.

#### 3.2.2. OUR COMMITMENT

The Group places high importance on the conduct of ethical business activities to create a safe, trusting and cooperative work environment and relationship. The Employee Code of Conduct underpins the Group's commitment and serves as a guideline to promote honest and moral conduct and compliance with applicable laws, rules and regulations within the Group. All employees, including directors and officers, whether full-time or part-time, contract or temporary staff, must become familiar and fully comply with this Code. The Group expects and encourages prompt internal reporting of any violation or suspected violation of the Code.

Several other Group policies also support the commitment to promoting business ethics in the Group, including:

- Anti-Fraud and Anti-Bribery Policy
- Information Security Policy
- Media, Public Engagement and Donation Policy
- Policy on Appointment of Third Party Representatives
- Policy on Handling of Confidential Information, Information Disclosure, and Securities Dealing
- Procedures for Reporting Possible Improprieties in matters of Financial Reporting, Internal Control or Other Matter
- Supplier Code of Conduct

#### CORPORATE GOVERNANCE

An anti-bribery and anti-corruption control assessment is conducted at the group level biannually to evaluate the effectiveness of controls for managing bribery risks and develop actions to strengthen the control environment.

#### 3.2.3. HOW WE WORK

The Employee Code of Conduct is adopted by all business units of the Group, covering the principles of business conduct and ethics, reporting of illegal or unethical behaviour and possible disciplinary action of any non-compliances.

The Group adopts an approach of zero tolerance towards any form of bribery, corruption and fraud. A monitoring and management control system is in place to detect bribery, fraud or other malpractices.

The whistle-blowing mechanism also allows employees and other third parties to report suspected misconduct, irregularities and malpractices anonymously in confidence. All reported cases will be followed up promptly; confirmed cases will be reported to the Audit Committee and executive management.



The Group works to ensure employees are aware and trained on how to apply the Code in their work. During the year, the Group provided a seminar relating to the anti-corruption to all the Directors, to help them keep abreast of current trends and issues facing the Group. 'Code of Conduct and Ethics' training was provided by Accensi to all employees on the application of the rules and principles of the Code. Vitaquest offered a virtual course to the Vice President of Finance to provide insight on the appropriate actions to take if suspected fraud has occurred in the workplace.

#### 3.3. REGULATORY COMPLIANCE

As explained in previous sections, the Group recognises the significance of regulatory compliance and has established respective detection, preventive measures and monitoring actions to ensure compliance with relevant laws and regulations relating to the bribery, extortion, fraud and money laundering. The Group is not aware of any breach of laws and regulations relating to bribery, extortion, fraud and money laundering that have a significant impact on the Group during the reporting period.







The Group is committed to protecting the environment and supporting sustainable development by managing its environmental footprint across its network of operating markets.

# **ENVIRONMENT**



The Group strives to improve its environmental management to ensure that appropriate policies and processes are in place to manage its environmental footprint. As stated in the Environmental Policy, the Group is working toward implementing an environmental management system ("EMS") to standardise the Group's approaches to both managing and reducing the environmental impact arising from its operations. It is also looking to set up long-term targets to reduce carbon emissions as appropriate, and enact processes and systems to monitor the Group's carbon footprint.

#### 4.1. ENERGY CONSUMPTION AND GREENHOUSE GAS EMISSION

#### 4.1.1. CHALLENGES AND OPPORTUNITIES

In mitigating its environmental impact, the Group places particular focus on the control of energy consumption and greenhouse gas ("GHG") emission. The business units are exposed to risks that arise from changes in regulation and consumer expectations in their markets. Effective energy management is a key part of managing the business and can help reduce the associated costs. The Group recognises the benefits of developing more effective and efficient operational processes through ways such as introducing new technologies. For example, deploying innovative technologies that use alternative fuels and energy inputs and improving fuel efficiency are ways that could help reduce the exposure to volatile fuel pricing and supply disruptions, as well as avoid future regulatory costs and other potential consequences of GHG emissions.

#### ENVIRONMENT



Cheetham — Track truck and harvester

#### 4.1.2. OUR COMMITMENT

The Group is committed to developing and cultivating an energy-saving culture to enhance process efficiency across its operations and to manage its environmental impact. Suppliers, business partners, and where applicable, customers, are encouraged to further their efforts at environmental stewardship.



The commitment to energy reduction is formalised in the "Environmental Policy", which is based on the following key principles:

- Increase the usage of innovative and energy efficient technology in the Group's operations to reduce energy consumption arising from day-to-day operations; and
- Track and monitor the use of energy across the Group's operations.

#### **ENVIRONMENT**

The Group is undertaking a range of measures to reduce energy consumption and improve energy efficiency in all business activities. Equipment is converted, retrofitted and replaced where appropriate to lower fuel consumption and GHG emissions.

#### 4.1.3. HOW WE WORK

The Environmental Policy sets out the Group's commitment to implement an EMS to enhance environmental performance through efficient use of resources, reduction of waste and reducing the environmental impact from its operations. Cheetham and Accensi<sup>1</sup> have in place an ISO14001:2015-certified EMS.

For example, in the year ended 31 December 2020 Cheetham replaced its gas dryer with a more energy-efficient model in Sea Lake production site to reduce liquefied petroleum gas usage.

Cheetham also upgraded its track trucks and harvesters with higher energy efficiency standards, which are expected to reduce 9% in diesel usage.

Lipa and Vitaquest embarked on energy efficiency projects. Lipa replaced halogen lights with LED lighting; used timers to switch off air-conditioning and dust collectors during non-production hours, which reduced electricity consumption. Since 2019, Vitaquest has installed motion detector switches throughout the facilities to save electricity.

Overall, the emission levels in all business units are well below licence limits. The 7% increase in total GHG emissions compared with 2019 is mainly attributed to the 30% rise in diesel consumption. This is largely due to the increase in production volume of Cheetham's business and additional fuel consumption from Dominion's company vehicles because of COVID-19 travel restrictions.

In pursuit of further commitment to reduce environmental impact, Dominion Salt is aiming at ISO14001 EMS certification in 2022. The Group is planning to introduce emission targets in the next two years.



Reduction in diesel usage is expected by upgrading the track trucks and harvesters with higher energy efficiency standards (Cheetham)



<sup>1</sup> Covered two (out of three) sites.








Climate change also offers business opportunities in spurring innovation, inspiring new products that are more tolerant to environmental stress or less carbon-intensive.

## 4.2. CLIMATE CHANGE 4.2.1. CHALLENGES AND OPPORTUNITIES

Climate change can affect the demand, availability, quality and pricing of many of the Group's products due to its potential impacts such as heat waves, drought, storm floods, changes to rainfall pattern, water availability in water-stress areas and land degradation. It can in turn affect the Group's business operations and performance, particularly in the agriculture-related sector. Some of the Group's assets and facilities are in areas at risk of damage from natural disasters, which could disrupt its operation and adversely affect the Group's financial conditions and growth. Nevertheless, climate change also offers business opportunities in spurring innovation, inspiring new products that are more tolerant to environmental stress or less carbon-intensive. In addressing the related risks the Group could also work to enhance the resilience of its supply chains.

#### **ENVIRONMENT**

#### 4.2.2. OUR COMMITMENT

The Group is committed to mitigating its impact on climate change and adapt to it by identifying and addressing the associated challenges and opportunities. Ongoing assessment of the potential risks arising from climate change is necessary in order to ensure proper and timely strategies and actions are taken to address the causes and effects of climate change on the Group's operations.

In the Environmental Policy, the Group has outlined its position and principles on managing the impact arising from climate change, several key points are summarised as follows:



- address climate change risks as part of the Group's risk management process;
- set up long-term targets to reduce carbon emissions as appropriate, while enacting processes and systems to monitor the Group's carbon footprint;
- incorporate climate change considerations into its business strategies;
- establish appropriate procedures and processes to prevent or minimise the damage that climate change may cause and make use of the opportunities that may arise; and
- reduce, where feasible, the production of greenhouse gases, ozone-depleting emissions and other air pollutants within the Group's operations.



#### 4.2.3. HOW WE WORK

We are exposed to both the physical and transition risks of climate change. Climatic changes affect demand, availability, quality and pricing of many of our products as well as those of our customers, especially in the agriculture-related sector, affecting business performance. Furthermore, on-going climate change may trigger off serious natural events such as drought and bushfires that may destroy or damage the Group's assets such as land and vineyards.

Understanding the location, nature and scale of these potential risks is crucial for effectively mitigating their impact, Vitaquest is going to conduct research for identification and mitigation of significant climate-related issues in the next two years.

Lipa conducts regular maintenance on boilers to inspect for potential leaks, as to reduce the chances of methane escaping to the atmosphere.



Improved waste management could provide an opportunity for the Group to raise resource productivity, foster innovative operation and potentially reduce the operation cost.

#### 4.3. WASTE MANAGEMENT

#### 4.3.1. CHALLENGES AND OPPORTUNITIES

Waste management is an issue whose impact cuts across different parts of society and the economy, having a linkage with other challenges such as health, climate change and resource security. In Australia, where some of the Group's major businesses operate, waste is becoming a growing problem due to population and economic growth, with adverse public health issues and additional environmental damage costs. More regulations in waste management are expected to be introduced which would have an impact on the operating environment.

Improved waste management could provide an opportunity for the Group to raise resource productivity, foster innovative operation and potentially reduce the operation cost.

## 4.3.2. OUR COMMITMENT

The Group's Environmental Policy guides the business units to adopt effective waste management in their operation, including the segregation, storage and handling of both hazardous and non-hazardous waste, and implement measures to manage and monitor the use of resources. Environmentally-friendly materials, products and processes with potential commercial applications are to be actively adopted, developed and implemented where possible.



Our waste management plan is developed based on the following key principles:

- streamline procedures and processes to increase efficiency and reduce consumption of day-to-day operational inputs such as paper, electronic equipment and the like;
- minimise the Group's waste footprint by recycling and reusing materials where possible and setting waste reduction and/or recycling targets where viable; and
- decrease the operational use of existing products while also source from recycled or sustainable forest sources.

To minimise the amount of landfilled waste, waste reduction is encouraged and a recycling culture is fostered at all business units.

#### 4.3.3. HOW WE WORK

Accensi, Cheetham, Dominion, Vitaquest and Lipa have set up recycling systems to divert waste from landfill.

At Vitaquest headquarters, in-line filter water systems were installed to reduce water bottles consumption of approximately over 40,000 of 16oz plastic water bottles since 2019.

Lipa has launched recycling initiatives to monitor waste production, including engaging waste disposal companies to provide tracking data of recyclable items and ensuring employees separate waste for recycling. In addition, it conducts wastewater testing to minimise hazardous water discharges in accordance with Sydney Government regulations.

Cheetham has replaced polypropylene (PP) bags with recyclable low-density polyethylene (LDPE) bags. As a result, an estimate of 700 tonnes of plastic bags could be recycled by customers annually.

Hazardous waste is disposed of according to local regulations.





Addressing water scarcity risks requires better water management and smarter capital investments based on continuous assessments of the related risks to the operations.

## 4.4. WATER USE4.4.1. CHALLENGES AND OPPORTUNITIES

Water is a critical resource for the processing activities and the availability of water can directly challenge the Group's productivity. As with other businesses, there is increasing exposure to risks related to water scarcity, the impact of which may be further intensified by climate change. Addressing water scarcity risks requires better water management and smarter capital investments based on continuous assessments of the related risks to the operations.



#### ENVIRONMENT



Lipa — Water filtration system.

### 4.4.2. OUR COMMITMENT



As stated in the Group's "Corporate Social Responsibility Policy", the Group aims to comply with or exceed the relevant laws and regulations' requirements on the discharges into water and land and undertakes measures to monitor and manage the water usage.

The Group endeavours to encourage more reuse and recycling in the day-to-day operation and the adoption of technologies to enable better water use control. At the same time, behavioural change is promoted amongst employees through internal communication, training and other means to cultivate greater internal awareness on environmental issues including water.

#### 4.4.3. HOW WE WORK

The Group continuously looks for opportunities to improve water efficiency in daily operations. In its manufacturing processes, Lipa uses a reverse osmosis water filtration system to purify water that is acceptable for reuse in the production of pharmaceutical products and drinking water. Lipa is also planning to convert all taps into sensor-operated taps with an aerator or flow restrictor to reduce water consumption.

In Vitaquest headquarters, low-flow flushometers and sinks are installed to reduce water usage with our plumbing system and environment.

Cheetham has re-used bitterns, a salt solution, to increase salinity so as to reduce water consumption from other sources during the production of salt. Cheetham has achieved an additional 50,000 tonnes of salt production that does not require water from the external environment. **ENVIRONMENT** 









Cheetham — Price salt field in South Australia.

## 4.5. REGULATORY COMPLIANCE

There are established policies and accountability mechanisms to ensure regulatory compliance in various aspects of the operations. The management is committed to staying abreast of the latest regulatory developments and providing relevant training for relevant personnel. We also dedicate extensive efforts to ensure there are monitoring and detection measures to enable regulatory compliance. During the reporting period, we were not aware of any material non-compliance with laws and regulations relating to air and GHG emissions, discharge into water and land, and generation of hazardous and non-hazardous wastes that would have a significant impact on the Group.







The Group strives to provide a safe and rewarding workplace for its employees, and aspires to be an attractive employer.

# SOCIAL



To enhance our business while generating positive impact on society, we take care to ensure we act as a responsible employer, business partner and community member. We strive to be a partner that achieves the best for ourselves and others, by always behaving in a manner that embodies integrity, responsibility, respect and empowerment.

# 5.1. HUMAN CAPITAL DEVELOPMENT

## 5.1.1. CHALLENGES AND OPPORTUNITIES

The related industries of the Group rely on employees with specialised skills to develop new products, conduct trials, manage government regulations, and commercialise new products. With the complex business landscape and rapid technological change, attracting and retaining employees in light of a constrained talent pool is critical for the Group's competitiveness and long-term growth.

## 5.1.2. OUR COMMITMENT

The Group retains and nurtures its talent by providing competitive remuneration, equal opportunities for development and a supportive workplace.

As stated in the Corporate Social Responsibility Policy, the Group strictly adheres to non-discriminatory employment practices and procedures and are committed to:



- providing a positive work environment that values the wide-ranging perspectives inherent in its diverse workforce and fostering individual growth and achievement of business goals;
- providing a positive work environment where people can grow and offer a wide range of training and development programmes and interest courses and activities;
- ensuring internal equity and external competitiveness of staff remuneration and recognition; and
- providing a safe workplace for all its employees.



Accensi — Class-leading research and development team.

#### 5.1.3. HOW WE WORK

## 5.1.3.1. ATTRACTION AND RETENTION OF DIVERSE TALENT

The Group's businesses have implemented a meritbased remuneration mechanism. Where practicable, remuneration packages are benchmarked with market levels periodically and adjusted as appropriate to maintain competitiveness. Various benefit entitlements such as medical care, life insurance and retirement benefits are provided to most employees.

Vitaquest has subscribed to Payscale, a third party offering market information in relation to remuneration, to provide its employees fair and competitive packages, as well as maintain its competitiveness in securing talent.

Cheetham provides support and income stability to its employees through engaging Mercer Australia for salary continuance insurance services to all full-time and part-time employees, which provides income to any employees who become unable to work due to illness or injury. All employees have the opportunities to grow through challenging work and be rewarded for their efforts. With the aim of rewarding employees with internal transferal or promotion opportunities, Accensi, Vitaquest and Lipa advertise all opening positions internally prior to placing an external job advertisement. Cheetham is committed to ensuring equal employment opportunity and has developed a "9 box matrix" system to assess employees' potential and performance annually to explore the underlying potential of current employees.

The Group strives to promote a healthy lifestyle and provides competitive leave entitlements to help its employees maintain a work-life balance, in addition to encouraging employees to balance their personal and professional commitments.

The flexible working arrangement is adopted by Cheetham, Dominion, Lipa and Vitaquest. Work from home arrangement is also supported as appropriate to ensure employees' health and safety in response to special situations such as coronavirus outbreak.



Vitaquest's skilled worker operating pouch/sachet filling machine.

SOCIAL







Note:

(1) The turnover rate refers to full-time employees of the in-scope entities only, which is calculated by the number of employee departures during the year, divided by the total number of employees as of 31 December 2020.

# 5.1.3.2. TRAINING AND DEVELOPMENT

Upskilling the employees through training and development forms an important part of the Group's capital management human strategy. The training programmes are tailored to suit business needs and help employees to enhance their knowledge and skills to better discharge their duties at work. Training, including seminars and workshops, is conducted regularly; additional special training is provided on an as-needed basis.



Lipa's Facility tour organised for its Business Partners.

To establish training or hiring requirements that are needed to support current and future business development goals, the Skills Gap Analysis System is launched by Lipa to facilitate the identification of the needed skills and employees' skills gaps, evaluate the effectiveness of previous training and plan for future training. Lipa also operates a buddy training system which pairs an employee with a more experienced staff member, assisting the less experienced employees to develop job-related skills and knowledge through hands-on experiences. In Vitaquest, training is conducted online, year-round on an as-needed basis, based on company requirements, US Food and Drug Administration (FDA) regulations, etc. Employees are trained on their work activities. Overall, 96% of employees in Vitaquest were trained including current Good Manufacturing Practices, hazard communication and respiratory protection courses, etc.

In addition to a training system, an annual review of the succession plan is conducted by Cheetham and Dominion to enable skilled employees and managers to develop a clear career pathway and ensure leadership development planning is aligned with the strategic goals.

### SOCIAL



Vitaquest's English Second Language Training — Partnering with the County College of Morris to offer employees intensive ESL (English as a Second Language). This 10 week course focused on providing the employees with the tools they need to help improve their English reading and writing skills.

# 5.1.3.3. DIVERSITY AND EQUAL OPPORTUNITY

The Group believes in the benefits and positivity that diversity brings to the corporate culture. It embraces diversity and strives to build an inclusive and supportive work environment, free from any kind of discrimination, such as gender, age, nationality, sexual orientation, family status, race or religion.

In order to promote the importance of the values, anti-discrimination and equal opportunity training is provided for Accensi, Cheetham and Lipa to new employees, human resources department, managers and senior staff to ensure the principles of equal employment opportunity and diversity are followed in all work-related activities. Employees are encouraged to report on incidences of discrimination that occurred in the workplace.



### 5.2. OCCUPATIONAL HEALTH AND SAFETY

## 5.2.1. CHALLENGES AND OPPORTUNITIES

Employees involved in the processes and activities in the agriculture-related business are exposed to hazards include falls, transportation accidents, equipment-related accidents, and heat-related illness or injury, among others. During the year, the outbreak of COVID-19 has presented additional challenges to maintain efficient operations while safeguarding the health of all stakeholders.

### 5.2.2. OUR COMMITMENT

The Group is committed to providing a safe and secure working environment that is free from health and safety hazards to its employees, service providers, suppliers, contractors and customers.

The commitment is formalised in the "Health & Safety Policy, which incorporates the following key principles:





- comply with all applicable laws and regulations in the relevant jurisdictions;
- meet industry specific standards or referencing relevant best practices;
- adopt local or international health and safety guidelines for goods and services purchased;
- maintain a safe working environment;
- provide employees and contractors with guidelines or training and development specific to their job requirements;
- assess the health and safety performance of contractors and suppliers on a regular basis;
- engage employees and contractors through information sharing and programmes to improve their health and well-being; and solicit feedback for continuous improvements;
- monitor and report health and safety performance;
- provide adequate resources to implement the Policy; and
- enforce the implementation of the Policy with regular reviews and internal audits.

#### SOCIAL

Cheetham is in the process of setting up a more comprehensive health and safety management system, the HSEQ Road map, which aims at obtaining ISO 45001 certification in 2021 to ensure that appropriate policies, processes are in place to manage workplace safety.

#### 5.2.3. HOW WE WORK

#### 5.2.3.1. HEALTH AND SAFETY MANAGEMENT SYSTEM

Health and safety management systems are established by different business units as applicable to ensure compliance with local regulatory requirements at a minimum. At Dominion, indicators are set and utilised to measure safety performance, with monthly reports generated to monitor and identify any need for further action.



All employees following strict health and safety protocol.



#### 5.2.3.2. HAZARD IDENTIFICATION AND RISK ASSESSMENT

The Group strives to prevent any incident and mitigate the adverse impact caused by occupational hazards through continuous identification and risk assessment.

The "Top 5 Risks programme" at Dominion, for instance, is an ongoing and company-wide programme to monitor, operate and review the performance of risk management regarding five identified top risks covering health and safety risks.



Vitaquest's warehouse in the USA.

#### 5.2.3.3. PROMOTION OF MENTAL HEALTH

The Group concerns not only about the physical but also the mental health needs of its employees, which is particularly important where COVID-19 could have increased stress. Accensi, Cheetham and Dominion have engaged a third-party service provider to launch the Employee Assistance Programme for all employees and their immediate family whenever they need consultancy or assistance relating to mental health issues. During the year, Cheetham also organised an "RUOK day", aiming to educate and support employees with tools around mental health and well-being.





## 5.3. SUPPLY CHAIN MANAGEMENT

## 5.3.1. CHALLENGES AND OPPORTUNITIES

The Group sources inputs from a large number of suppliers. Supply chain management issues related to labour, environmental practices, ethics, or corruption may result in reputation damage, regulatory fines and/or increased long-term operational costs for the Group.

Effective management and collaboration with suppliers are critical in managing the related risks. It could also help increase the capabilities of both the supplier and business in areas of process management and product/service innovation. In turn, supply chain stability may be improved, which is key in the face of uncertainties such as the impact of the pandemic.



Accensi — Warehouse.

## 5.3.2. OUR COMMITMENT

The Supplier Code of Conduct (the "Code"), applying to all business partners, and products and service providers, is in place to guide the Group's suppliers in implementing sustainable practices and performance.

The Code is developed taking into consideration international charters and conventions such as the United Nation's Universal Declaration on Human Rights and the International Labour Organisation's 1998 Declaration on Fundamental Principles and Rights at Work.

Several other policies also support the Group's commitment to promote supply chain sustainability, including:



- Human Rights Policy The Group aims to help increase the protection and enjoyment of human rights within the communities in which it operates and expects business partners and suppliers to uphold the principles in the Policy.
- Modern Slavery and Human Trafficking Statement

   The Group has zero-tolerance for modern slavery and is fully committed to preventing modern slavery and human trafficking in any part of its business or in its supply chains.
- Environmental Policy The Group is aware of the indirect environmental impact through its influence on the related performance of its value chain and its investments. It endeavours to influence suppliers by raising awareness on environmental issues, eco-friendly practices and professional environmental considerations.



SOCIAL

#### 5.3.3. HOW WE WORK

#### 5.3.3.1. SUPPLIER SCREENING AND SELECTION

ESG-related factors are considered in the supplier and contractor screening and assessment process. Some standards have been developed and adopted by different business units to ensure the quality of our selected suppliers.

Accensi's initial supplier qualification is conducted using a quality matrix which includes Health, Safety and Environment risk profile scanning which is auditable. Should high-risk suppliers be identified after the initial supplier quantification process, a follow-up inspection will be conducted accordingly.

Vitaquest sets "Management of Purchased Materials" and "Management of Service Suppliers" guidelines which list out the standard operating procedure throughout the sourcing process. It provides a safeguard to reduce potential risks to the supply chain quality.

# 5.3.3.2. ON-GOING MONITORING AND EVALUATION

Regular monitoring, audits and evaluations are carried out to assess the performance of suppliers. For example, all suppliers of Lipa must sign the agreement on auditing and disclose information regarding their practices about modern slavery for the company's review.

#### 5.3.3.3. COMMUNICATION

The Group expects suppliers to uphold high ethical standards on matters related to health and safety, environmental protection and fair labour practices. It endeavours to help them improve the understanding of the Group's expectations and meet the requirements through better communication. From time to time, open discussions with suppliers are initiated to exchange ideas on enhancing the overall sustainability performance of the supply chain.



*Lipa Open Day — discovering new opportunities with its industry partners through the "New Normal".* 

SOCIAL



#### Number of Suppliers by Geographical Region



## 5.4. PRODUCT RESPONSIBILITY 5.4.1. CHALLENGES AND OPPORTUNITIES

With increasing consumer concerns about food safety, and regulators closely reviewing the quality, safety and efficacy of nutraceutical ingredients and finished products, the Group must ensure its products conform with applicable safety and quality standards.

The nutraceutical and food-related industries are also more likely to face challenges associated with the marketing, labelling and claims of specific products. The Group is required to ensure its marketing strategies comply with relevant regulations, and at the same time understand consumers' perception and manage their expectations on its products.

## 5.4.2. OUR COMMITMENT

The Group is committed to maintaining a high quality and safety standard of its products at all times. Its businesses strive to meet stringent quality standards and also initiate self-scrutiny on product safety and quality to drive performance improvements.





Vitaquest's Total $Q^{TM}$  — Aiming to deliver the next standard of quality for the development and manufacture of nutaceutical and functional foods consumer products.

#### SOCIAL

## 5.4.3. HOW WE WORK

## 5.4.3.1. PRODUCT SAFETY AND QUALITY

Quality assurance and control procedures are implemented in all stages, ranging from raw materials control to finished product packaging. Raw materials are subject to compliance screening prior to being purchased and used in production. The manufacturing process is monitored and controlled by process owners. Finished products are subject to comprehensive laboratory testing to meet product quality standards and customer expectations. These practices are consistent with applicable certification requirements such as Good Manufacturing Practices.

Assurance of nutraceutical quality requires a systems approach. For example, at Lipa, a Total Quality Management system is adopted at all levels of the business to ensure specific standard operating procedures in quality control are followed. The system is reviewed by internal and external parties annually to ensure its continuing suitability, adequacy and effectiveness in the changing business environment.

Additionally, the Group's businesses work proactively to lead the industry in quality and safety practices. *Vitaquest was the first company of its kind in the United States to have achieved the FSSC 22000 Food Safety System Certification as a manufacturer of nutraceuticals and functional foods.* The certification means that Vitaquest conforms to all industryrelated statutory and regulatory requirements as outlined by the FSSC 22000 International Standard for Food Safety Management Systems.



Vitaquest's laboratory.

At Accensi, the Brisbane and the Perth sites are both ISO 9001 Quality Management System accredited. For Cheetham and Dominion's quality management system, ISO 9001 accredited, is reviewed by its managers and coordinators and audited by a third-party auditing company. The system also achieved Hazard Analysis and Critical Control Points (HACCP) certification, recognising its systems and procedures for identifying and controlling food safety hazards that may occur within the business.



Accensi's manufacturing site



Cheetham offers an extensive selection of salt grain sizes. They range from very coarse salt used by butchers for pickling and packing meats, right down to micro-fine salt used to make butter.

#### 5.4.3.2. CUSTOMER EXPERIENCE

The Group cares about the needs of its customers and engages in open and frequent dialogues with them to gauge their expectations. The Group has set up different channels and strategies to collect and respond to opinions and complaints. For instance, standard operating procedures of customers' complaints and claims are set up at Cheetham, Lipa and Vitaquest for guiding the complaint receiving and further investigation processes. At Lipa, depending on risk categories of complaints, a root cause investigation can be commenced within one to two days of receiving the complaints and closed with a completed final complaints management assessment. During the year, we have received 720 product and service related complaints.

## 5.5. COMMUNITY INVESTMENT

The Group recognises the importance of giving back to the community and strives to achieve this by leveraging its strengths and resources. We actively pursue ways to create a positive impact in our communities through on-going support and engagement programmes, in line with our commitment to the Corporate Social Responsibility Policy.

We strive to promote good practices of environmental responsibility within the industry. For example, Accensi is a founding member of Croplife Australia, a non-profit organisation dedicated to maintaining the benefits of being a responsible party within the agricultural industry.

## 5.6. REGULATORY COMPLIANCE

As mentioned above, the Group recognises the importance of regulatory compliance and has established preventive, monitoring and controlling measures to ensure compliance with relevant employment and labour laws and regulations and has placed high importance on relevant regulatory compliance concerning health and safety, advertising, labelling and privacy matters relating to products and services and methods of redress.

The Group is not aware of (i) any material noncompliance with laws and regulations relating to employment, labour practices, occupational health and safety, advertising, labelling and privacy matters relating to products and services and methods of redress that have a significant impact on the Group; or (ii) any incident that has a significant impact on the Group relating to the use of child or forced labour during the Reporting Period.





## 6.1. ENVIRONMENTAL PERFORMANCE INDICATORS

Environmental KPIs	Unit	2019	2020	
GHG emissions <sup>2</sup>				
Total GHG emissions		44,583	47,527	
Scope 1 GHG emissions	tonne CO <sub>2</sub> e	28,483	31,322	
Scope 2 GHG emissions		16,100	16,205	
Total GHG emissions intensity <sup>3</sup>		0.011	0.012	
Scope 1 GHG emissions intensity	tonne CO <sub>2</sub> e/ HK\$'000 revenue	0.007	0.008	
Scope 2 GHG emissions intensity		0.004	0.004	
Use of energy				
Total energy consumption		156,476	165,728	
Direct energy consumption		123,300	131,876	
Gasoline/Petrol		177	120	
Diesel		8,705	<b>11,309</b> <sup>4</sup>	
Natural gas	'000 kWh	78,408	79,881	
Liquified Petroleum Gas (LPG) <sup>5</sup>		18,125	15,237	
Other fuels <sup>6</sup>		17,886	25,329	
Indirect energy consumption		33,176	33,852	
Electricity		33,176	33,852	
Total energy consumption intensity <sup>7</sup>		0.039	0.043	
Direct energy consumption intensity	kWh/HK\$ revenue	0.031	0.034	
Indirect energy consumption intensity		0.008	0.009	

<sup>2</sup> Greenhouse gas (GHG) emissions comprise carbon dioxide, methane, nitrous oxide, hydrofluorocarbons, perfluorocarbons and sulphur hexafluoride. The data are calculated using local/industry-specific methodology where applicable under regulations. Otherwise, the Scope 1 emissions are calculated using the latest available emission factors in line with the Greenhouse Gas Protocol, IEA's Energy Statistics Manual, US EPA's Emission Factors for Greenhouse Gas Inventories and Environmental Protection Department and the Electrical and Mechanical Services Department's Guidelines to Account for and Report on Greenhouse Gas Emissions and Removals for Buildings (Commercial, Residential or Institutional Purpose) in Hong Kong (2010 Edition). Scope 2 emissions includes the emissions associated with electricity purchased and are calculated based on the IEA's latest available emission factors.

<sup>3</sup> "Total GHG emissions intensity" equals "Total GHG emissions" over total revenue contributed by the In-scope Business Units, which is considered an appropriate intensity basis for the nature of the relevant business units.

<sup>4</sup> The diesel consumption increased by 30% compared with 2019. This is mainly attributed to 1) additional fuel consumption because of increased use of Dominion's company vehicles due to COVID-19 travel restrictions; and 2) the increase in production volume of Cheetham's business.

<sup>5</sup> The term is revised in the current year to clarify the fuel used. "Gas (exclude towngas and natural gas)" was the term used previously.

<sup>6</sup> Includes bituminous coal.

<sup>7</sup> "Total energy consumption intensity" equals "Total energy consumption" over total revenue contributed by the In-scope Business Units, which is considered an appropriate intensity basis for the nature of the relevant business units.

Environmental KPIs	Unit	2019	2020	
Use of water				
Water consumption	'000 m <sup>3</sup>	3,465	3,704	
Water consumption intensity <sup>8</sup>	m³/HK\$'000 revenue	0.873	0.945	
Air Emissions				
NO <sub>x</sub> emissions		0.848	0.750	
SO <sub>x</sub> emissions	tonnes	0.020	0.024	
Particulate matter emissions		0.056	0.040	
Waste Produced				
Total hazardous waste produced	100000	31,330	<b>244</b> <sup>9</sup>	
Total non-hazardous waste produced	- tonnes	3,502	32,293	
Packaging material				
Total packaging material used for finished products <sup>10</sup>		6,504	8,280	
Plastic		4,467	<b>5,056</b> <sup>11</sup>	
Paper	tonnes	1,860	1,468	
Metal		1	<b>247</b> <sup>12</sup>	
Glass		32	56	
Other packaging materials		144	<b>1,453</b> <sup>13</sup>	

<sup>8</sup> "Water consumption intensity" equals "Water consumption" over total revenue contributed by the In-scope Business Units, which is considered an appropriate intensity basis for the nature of the relevant business units.

- <sup>9</sup> Due to a change in wastewater assessment method adopted following the Australia government's guidelines, there has been a re-categorisation of waste. In 2019, wastewater discharged by Lipa was classified as hazardous waste based on wastewater treatment company's definition. In 2020, the wastewater was re-classified as non-hazardous waste based on the Australia government's definition of hazardous wastes and the testing report by an accredited testing organisation.
- <sup>10</sup> Packaging material used for finished products is the estimated volume purchased.

<sup>11</sup> The plastic packaging increased by 13% compared with 2019. This is mainly due to the higher purchases of plastic bags in advance by Cheetham to minimise impact of potential supply chain disruption during COVID-19.

<sup>12</sup> Increase in metal packaging is due to the re-categorisation of intermediate bulk containers (also known as IBC tank) from Accensi. In 2019, the IBC tank was counted as plastic, while in 2020, the plastic and metal components of the IBC tank were counted separately.

<sup>13</sup> Data boundary of packaging materials has expanded to include wooden pallets from Cheetham this year. Data for prior years are not directly comparable.

## 6.2. ESG GUIDE CONTENT INDEX

Mandatory Disclos	Mandatory Disclosure Requirements		Remarks
Governance Structure	A statement from the board containing the following elements:	2.1 2.2	
	(i) a disclosure of the board's oversight of ESG issues;		
	<ul> <li>(ii) the board's ESG management approach and strategy, including the process used to evaluate, prioritise and manage material ESG-related issues (including risks to the issuer's businesses); and</li> </ul>		
	(iii) how the board reviews progress made against ESG-related goals and targets with an explanation of how they relate to the issuer's businesses.		
Reporting Principles — Materiality	<ul><li>(i) the process to identify and the criteria for the selection of material ESG factors;</li><li>(ii) if a stakeholder engagement is conducted, a description of significant stakeholders identified, and the process and results of the issuer's stakeholder engagement.</li></ul>	2.1.2 2.1.3 2.3	
Reporting Principles — Quantitative	Information on the standards, methodologies, assumptions and/or calculation tools used, and source of conversion factors used, for the reporting of emissions/energy consumption (where applicable).	2.3 6.1	
Reporting Principles — Consistency	The issuer should disclose in the ESG report any changes to the methods or KPIs used, or any other relevant factors affecting a meaningful comparison.	2.3 6.1	
Reporting Boundary	A narrative explaining the reporting boundaries of the ESG report and describing the process used to identify which entities or operations are included in the ESG report.	2.3	

Subject Are	eas, Aspects, General Disclosures and KPls	Section	Remarks	
A. Environmental				
Aspect A1:	Emissions			
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to air and greenhouse gas emissions, discharges into water and land, and generation of hazardous and non-hazardous waste	4.1 4.3 4.4 4.5	<ul> <li>Corporate Social Responsibility Policy</li> <li>Environmental Policy</li> <li>Supplier Code of Conduct</li> </ul>	
KPI A1.1	The types of emissions and respective emissions data	4.1 6.1		
KPI A1.2	Direct (Scope 1) and energy indirect (Scope 2) greenhouse gas emissions (in tonnes) and, where appropriate, intensity	4.1 6.1		
KPI A1.3	Total hazardous waste produced (in tonnes) and, where appropriate, intensity	6.1		
KPI A1.4	Total non-hazardous waste produced (in tonnes) and, where appropriate, intensity	4.3 6.1		
KPI A1.5	Description of emissions target(s) set and steps taken to achieve them		As stated in our Environmental Policy, the Group will set up long- term targets to reduce carbon emissions as appropriate, while enacting processes and systems to monitor the Group's carbon footprint.	
KPI A1.6	Description of how hazardous and non-hazardous wastes are handled, and a description of reduction target(s) set and steps taken to achieve them	4.3		

Subject Are	eas, Aspects, General Disclosures and KPIs	Section	Remarks
Aspect A2:	Use of Resources		
General Disclosure	Policies on the efficient use of resources, including energy, water and other raw materials	4.1 4.4	<ul> <li>Corporate Social Responsibility Policy</li> <li>Environmental Policy</li> <li>Supplier Code of Conduct</li> </ul>
KPI A2.1	Direct and/or indirect energy consumption by type in total and intensity	4.1 6.1	
KPI A2.2	Water consumption in total and intensity	4.4 6.1	
KPI A2.3	Description of energy use efficiency target(s) set and steps taken to achieve them		We will continue to increase the usage of innovate and energy efficient technology in the Group's operations to reduce energy consumption arising from day-to-day operations and will establish meaningful metrics for effective performance evaluation.
KPI A2.4	Description of whether there is any issue in sourcing water that is fit for purpose, water efficiency target(s) set and steps taken to achieve them	4.4	During the reporting period, the Group does not encounter any issues in sourcing water that is fit for purpose.
KPI A2.5	Total packaging material used for finished products (in tonnes) and, if applicable, with reference to per unit produced	6.1	

Subject Are	as, Aspects, General Disclosures and KPIs	Section	Remarks
Aspect A3:	The Environment and Natural Resources		
General Disclosure	Policies on minimising the issuer's significant impacts on the environment and natural resources	4.1-4.4	<ul><li>Environmental Policy</li><li>Supplier Code of Conduct</li></ul>
KPI A3.1	Description of the significant impacts of activities on the environment and natural resources and the actions taken to manage them	4.1-4.4	
Aspect A4:	Climate Change		
General Disclosure	Policies on identification and mitigation of significant climate-related issues which have impacted, and those which may impact, the issuer	4.2	Environmental Policy
KPI A4.1	Description of the significant climate-related issues which have impacted, and those which may impact, the issuer, and the actions taken to manage them	4.2	
B. Social			
Employmen	t and Labour Practices		
Aspect B1:	Employment		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, anti-discrimination, and other benefits and welfare	5.1 5.6	• Employee Code of Conduct
KPI B1.1	Total workforce by gender, employment type, age group and geographical region	5.1	
KPI B1.2	Employee turnover rate by gender, age group and geographical region	5.1	

Subject Are	eas, Aspects, General Disclosures and KPIs	Section	Remarks
Aspect B2:	Health and Safety		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to providing a safe working environment and protecting employees from occupational hazards	5.2 5.6	• Health and Safety Policy
KPI B2.1	Number and rate of work-related fatalities occurred in each of the past three years including the reporting year	5.2	
KPI B2.2	Lost days due to work injury		To ensure alignment and consistency of the definition of the data reported, we aim to report on this indicator in 2021.
KPI B2.3	Description of occupational health and safety measures adopted, and how they are implemented and monitored	5.2	
Aspect B3:	Development and Training		
General Disclosure	Policies on improving employees' knowledge and skills for discharging duties at work. Description of training activities	5.1	
KPI B3.1	The percentage of employees trained by gender and employee category	_	To ensure alignment and consistency of the definition of the data reported, we aim to report on this indicator in 2021.
KPI B3.2	The average training hours completed per employee by gender and employee category		To ensure alignment and consistency of the definition of the data reported, we aim to report on this indicator in 2021.

Subject Are	eas, Aspects, General Disclosures and KPIs	Section	Remarks
Aspect B4:	Labour Standards	·	
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to preventing child and forced labour	5.6	<ul> <li>Human Rights Policy</li> <li>Modern Slavery and Human Trafficking Statement</li> </ul>
KPI B4.1	Description of measures to review employment practices to avoid child and forced labour	—	<ul> <li>Supplier Code of Conduct</li> </ul>
KPI B4.2	Description of steps taken to eliminate such practices when discovered	_	
Operating	Practices		
Aspect B5:	Supply Chain Management		
General Disclosure	Policies on managing environmental and social risks of the supply chain	5.3	<ul> <li>Human Rights Policy</li> <li>Modern Slavery and Human Trafficking Statement</li> <li>Supplier Code of Conduct</li> </ul>
KPI B5.1	Number of suppliers by geographical region	5.3	
KPI B5.2	Description of practices relating to engaging suppliers, number of suppliers where the practices are being implemented, how they are implemented and monitored	5.3	<ul> <li>Policy on Appointment of Third Party Representatives</li> </ul>
KPI B5.3	Description of practices used to identify environmental and social risks along the supply chain, and how they are implemented and monitored	5.3	
KPI B5.4	Description of practices used to promote environmentally preferable products and services when selecting suppliers, and how they are implemented and monitored	5.3	

Subject Area	as, Aspects, General Disclosures and KPIs	Section	Remarks	
Aspect B6: Product Responsibility				
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to health and safety, advertising, labelling and privacy matters relating to products and services provided and methods of redress	5.4 5.6	<ul> <li>Employee Code of Conduct</li> <li>Policy on Personal Data Governance</li> </ul>	
KPI B6.1	Percentage of total products sold or shipped subject to recalls for safety and health reasons		No products sold or shipped were subject to recalls for safety and health reasons.	
KPI B6.2	Number of products and service related complaints received and how they are dealt with	5.4		
KPI B6.3	Description of practices relating to observing and protecting intellectual property rights		Our Employee Code of Conduct outlines our commitment to intellectual property rights protection.	
KPI B6.4	Description of quality assurance process and recall procedures	5.4		
KPI B6.5	Description of consumer data protection and privacy policies, and how they are implemented and monitored		<ul> <li>Information Security Policy</li> <li>Policy on Personal Data Governance</li> </ul>	

Subject Are	as, Aspects, General Disclosures and KPIs	Section	Remarks
Aspect B7:	Anti-corruption		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to bribery, extortion, fraud and money laundering	3.2 3.3	<ul> <li>Employee Code of Conduct</li> <li>Anti-Fraud and Anti-Bribery Policy</li> <li>Policy on Appointment of Third Party Representatives</li> </ul>
KPI B7.1	Number of concluded legal cases regarding corrupt practices brought against the issuer or its employees during the reporting period and the outcomes of the cases	_	No such cases recorded during the reporting period.
KPI B7.2	Description of preventive measures and whistle-blowing procedures, how they are implemented and monitored	3.2	<ul> <li>Procedures for Reporting Possible Improprieties in Matters of Financial Reporting or Internal Control</li> </ul>
KPI B7.3	Description of anti-corruption training provided to directors and staff	3.2	

Subject Area	as, Aspects, General Disclosures and KPIs	Section	Remarks
Community			
Aspect B8: 0	Community Investment		
General Disclosure	Policies on community engagement to understand the needs of the communities where the issuer operates and to ensure its activities take into consideration the communities' interests	5.5	<ul> <li>Corporate Social Responsibility Policy</li> </ul>
KPI B8.1	Focus areas of contribution		Focus of the Group's community initiatives includes employee volunteerism, education, medical, health and elderly care, arts and culture, as well as sports and disaster relief.
KPI B8.2	Resources contributed to the focus area	5.5	

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