



BOARD CHARTER - WHISTLEBLOWING POLICY

1. INTRODUCTION

HARRISONS HOLDINGS (MALAYSIA) BERHAD Group of Companies (“HHMB”) recognises whistleblowing as an important mechanism in the prevention and detection of improper conduct, harassment or corruption in the conduct of its businesses and operations. HHMB is committed to the highest standard of integrity, openness, accountability and responsibility in the conduct of its businesses and operations.

This Policy is designed to encourage employees to disclose any malpractice or misconduct of which they become aware and importantly to provide protection for employees who report allegations of such malpractices or misconducts.

2. SCOPE OF POLICY

The policy applies to all employees, suppliers, agents, contractors and customers of HHMB. Any whistleblowing employee is protected and any member of public who participate or assist in an investigation will also be protected.

The purpose of this Policy is to improve the systems and procedures, changing the attitudes of employee and improving the overall integrity and performance of HHMB.

Below are some examples of misconduct:

- Bribery and corruption;
- Conflict of interest;
- Money laundering;
- Theft, embezzlement and conspiracy to defraud;
- Fraud;
- Misuse of company’s property;
- Endangerment of an individual’s health and safety;
- Non-compliance with procedures; and
- Any other improprieties in relation to HHMB’s business operations.

The above list is not exhaustive and the Audit Committee reserves the right to investigate any misconduct of whatever nature.

This Policy is aimed at providing avenues for employees and members of the public to disclose improper conduct committed or about to be committed in HHMB.

3. PRINCIPLES

The principles underpinning the Policy are as follows:

- all concerns will be treated fairly and properly;
- HHMB will not tolerate harassment or victimisation of anyone raising a genuine concern;



- any individual making a disclosure will retain anonymity unless the individual agrees otherwise;
- HHMB will ensure that any individual raising a concern is aware of who is handling the matter;
- HHMB will ensure no one will be at risk of suffering some form of reprisal, as a result of raising a genuine concern in the interest of HHMB. However, if an individual makes malicious or vexatious allegations, disciplinary action may be taken against that individual.

4. PROTECTION TO WHISTLEBLOWER

A whistleblower will be accorded with protection of confidentiality of identity, so long as it does not hinder or frustrate any investigation and to the extent reasonably practicable. In addition, an employee who whistleblows internally will also be protected against any adverse and detrimental actions for disclosing any improper conduct committed or about to be committed within HHMB, to the extent reasonably practicable, provided that the disclosure is made in good faith. Such protection is accorded even if the investigation later reveals that the whistleblower is mistaken as to the facts and the rules and procedures involved.

However, the investigation process may require the verification of the source of the information and the individual making the disclosure may need to provide a statement as part of the evidence required. Where concerns cannot be resolved without revealing the identity of the individual raising the concern, a dialogue will be carried out with the individual concerned as to whether and how the matter can proceed.

Any anonymous disclosure will not be entertained. Any employee or member of the public who wishes to report improper conduct is required to disclose his identity to HHMB in order for HHMB to accord the necessary protection to him. However, HHMB reserves its right to investigate into any anonymous disclosure.

5. REPORTING PROCEDURE

If any employee believes reasonably and in good faith that malpractice exists in the work place, the employee concerned should report this to the Head of Department/HR Division/Chief Operating Officer.

There are many methods by which whistleblowers may make a report:

- from a phone call to report the suspect incidents or cases;
- written report posted to the MD/ CEO.

If for any reason the employee believes that this is not possible or appropriate or no action has been taken at the levels mentioned above, then the employee concern should report the concern to the Managing Director of HHMB (“MD”).

If these channels have been followed and employees still have concerns, or if for any reason the employee feels the matter is so serious that it cannot be discussed with any of the



above, then the employee should report the concern by mail to the Audit Committee Chairman of HHMB. A report of any suspected improper activity or detrimental action can be made through formal or informal channels:-

1. Formal

- A personally written formal disclosure;
- A formal meeting with the MD/ CEO or Audit Committee Chairman;
- A phone call maintaining a sense of formality; or
- A formal email.

2. Informal

- An informal meeting with the MD/ CEO or Audit Committee Chairman;
- A casual phone call;
- Casual discussion;
- Casual email; or
- Any other communication chosen by the person making the disclosure.

The disclosure report shall be made in good faith with a reasonable belief that the information and any allegation in it are substantially true and are not made to seek any personal gains or for malicious purposes.

6. INVESTIGATION PROCEDURE

Upon receipt of the report, HHMB may follow these steps:

- to obtain full details and clarifications of the complaint;
- to decide on timeframe in which to acknowledge receipt of report and respond to the whistleblower;
- to conduct preliminary enquiries to decide whether a full investigation is necessary

If an investigation is necessary, depending on the nature of the misconduct, the MD/CEO or Audit Committee Chairman shall appoint an investigating officer to carry out the investigation immediately. Any investigation may include internal reviews, reviews by the external auditors or lawyers or some other external body.

The employee's identity will not be disclosed without prior consent. Where concerns cannot be resolved without revealing the identity of the employee raising the concern (i.e. if the evidence is required in court), a dialogue will be carried out with the employee concerned as to whether and how the matter can proceed.

At the conclusion of the investigation, the investigating officer will submit a written report of his or her findings to the Audit Committee. Upon the completion of the whistleblowing process and procedures, the whistleblower will be accorded the privilege to be notified on the outcome of the report and investigation.



7. ACTIONS

Subsequent to the findings of the investigation, the Audit Committee shall provide a written report to the Board and remedial steps shall be taken accordingly. Where the investigation concludes that the disclosed conduct did not occur, the Board will report these findings to the whistleblower.

8. DELEGATION

The MD and the Audit Committee Chairman may delegate the responsibility for implementing the day-to day running of this whistle blowing procedure to any officer of the Company. Such officer(s) has the authority to investigate. The officer reports on a day-to-day and a case-by-case basis to the MD and the Audit Committee Chairman, as appropriate.

HHMB reserves the right to amend this policy from time to time