



## **WHISTLEBLOWING POLICY**

## WHISTLEBLOWING POLICY

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List of Complaints under Whistleblowing Policy

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## 1. PURPOSE

The Whistleblowing Policy ("**Policy**") is intended to directly support KUB Malaysia Berhad and its subsidiaries' ("**KUB**" or "**KUB Group**") core values, code of ethics and governance requirement. KUB Group places high value on the level of trust and integrity expected of its employees. This Policy is intended to provide an avenue to encourage and enable Directors, Employees, Business Associates and others to raise legitimate concerns to be objectively investigated and addressed within the KUB Group prior to seeking resolution outside KUB Group.

In line with this, KUB Group has adopted this Policy that outlines KUB Group's commitment to ensure that Directors, Employees, Business Associates and other stakeholders are able to raise genuine concerns in relation to breach of a legal obligations, miscarriage of justice, danger to health, safety and environment at the earliest opportunity without being subject to victimization, harassment or discriminatory treatment, and to have such concerns properly investigated. This Policy sets out the mechanism and framework by which employees, contractors, consultants and any other individuals or organization who have dealings with KUB Group can confidently voice concerns and/ or complaints in a responsible manner without fear of discriminatory treatment.

## 2. SCOPE

This Policy applies to KUB Group's Directors, Employees, Business Associates and any parties with a business relationship with KUB Group are encouraged to report any attempted, suspected and actual misconduct such as (but not limited to) breach of legal obligations, bribery, corruption, fraud, financial impropriety, gross mismanagement and miscarriage of justice.

## 3. DEFINITIONS

- "**Business Associate**" refers to an external party with whom KUB Group has or plans to establish some form of business relationship. This includes joint ventures entities, joint venture partners, consortium partners, associate companies, business partners, contractors, consultants, subcontractors, suppliers, vendors, advisers, agents, distributors, representatives, intermediaries and investors;
- "**Directors**" include all independent and non-independent directors, executive and non-executive directors of KUB Group and shall also include alternate directors;
- "**Employees**" shall mean all full-time, part-time, probationary, contract and temporary employees of KUB Group;
- "**Whistleblower**" shall mean the individual who discloses or reports the wrongdoing.
- "**Whistleblowing**" shall occur when an individual raises a genuine concern about a dangerous or illegal activity or improper conduct that he or she is aware of through his or her work or dealing.

#### 4. POLICY

- a) The Policy serves as a tool in preventing misconduct at the 'get-go' stage.
- b) KUB Group encourages its Directors, Employees, Business Associates and any parties to make any disclosures openly and honestly and that concerns and/ or complaints raised will be treated fairly and properly.
- c) All disclosures made under this Policy will be dealt with in a confidential manner. Disclosures received under anonymity will not be entertained to prevent invalid malicious reporting, poison letters, exploitation and victimization.
- d) The Whistleblower is required to identify himself or herself and provide contact information in his or her report. This will facilitate the investigator to obtain further information, if required and communicate on results of investigation to the Whistleblower.

#### 5. IMPROPER CONDUCT

The following shall constitute "**Improper Conduct**" under this Policy:

- incidents of fraud, corruption or bribery;
- conduct or activity which breaches any law or regulatory obligation;
- breach of KUB Group's policies, practices, procedures or other rules of conduct;
- improprieties in matters of financial reporting; and
- situation which pose a danger to health, safety or any individual or significant danger to the environment

(Other examples improper conducts as provided in Appendix 1)

#### 6. COMMUNICATION CHANNEL

- a) Disclosure of information should initially and promptly be made by the Whistleblower to the following person :
  - Chairman of KUB Group; or
  - Independent Non-Executive Director
- b) Report or disclosure under this Policy can be made through e-mail at **whistleblower@kub.com** or by mail, using the attached form as per Appendix 2 addressed to the Chairman/ Independent Non-Executive Director. The detail is as follows:

Mailing Address: KUB Malaysia Berhad  
Suite A-22-1, Level 22  
Hampshire Place Office  
157 Hampshire, No 1 Jalan Mayang Sari  
50450 Kuala Lumpur

- c) Employees who have raised concerns internally will be informed of who is handling the matter, how they can make contact with them and if there is any further assistance required.

## **7. REQUIRED EVIDENCE**

- a) The Whistleblower should be able to provide the disclosure in writing, information regarding the type of activity or conduct, identity of the person(s) suspected as being involved, when it occurred and who was affected.
- b) The Whistleblower must have first-hand knowledge or information of the facts, i.e. information obtained from third party or 'hearsay' will not be entertained. However, the Whistleblower should not be discouraged from making a report because they are unsure whether there is sufficient evidence to support their allegations.

## **8. CONFIDENTIALITY & PROTECTION**

- a) A Whistleblower must identify himself or herself when submitting a complaint and/ or disclosure. Upon making the disclosure in good faith:
  - the Whistleblower will be protected from any reprisal within KUB Group or its subsidiaries as a direct consequence of the disclosure. ('Reprisal' means disciplinary measures, demotion, suspension or termination of employment or service);
  - any form of retaliation against individuals who have reported a wrongdoing or who have facilitated with the investigations is a breach of the principal obligation of all staff members to uphold the highest values and integrity.
  - the Whistleblower's identity shall be protected i.e. kept confidential unless otherwise required by law or for purposes of any proceedings by or against KUB Group;
  - the identity and personal information of the Whistleblower and the alleged wrongdoer may be revealed to persons involved in the investigations or any other process.
- b) Protection under 8(a) above will be accorded by KUB Group only when the Whistleblower satisfies all the following conditions:
  - the disclosure is done in good faith;
  - the Whistleblower is aware that the information and any allegations disclosed are true;
  - the Whistleblower has not communicated the disclosure to any other party not related to the disclosure;
  - the disclosure made is not for personal gain or interest.
- c) The Whistleblower will be protected under the Whistleblower Protection Act 2010 ("the Act") if he or she makes a disclosure in good faith to an enforcement agency as per the Act. If the Whistleblower reasonably believes that he or she is being subjected to reprisal, including harassment and victimization, as a consequence of Whistleblowing, he may consult or report to the relevant enforcement agency.
- d) The Whistleblower and the alleged wrongdoer will be treated fairly. The Whistleblower will be informed of the status of his or her disclosure and the alleged wrongdoer will be given an opportunity to respond to all allegations at an appropriate time (not necessarily at the start, or during, the investigation).
- e) KUB Group views seriously any false, malicious or defamatory allegation. This can be considered as gross misconduct where appropriate disciplinary action may be taken by KUB Group.

- f) Business Associates of KUB Group and members of the public who become a Whistleblower will also be protected by KUB Group as to his or her or its identity subject to satisfying all conditions in 8(b) above.
- g) Employee and industrial relations related issues and human resources related issues are excluded from the operation of this Policy because they are other established mechanisms to raise such complaints.

## **9. PROCEDURES**

- a) All complaints and/ or disclosures should be addressed to Whistleblowing Committee for further action.
- b) The Whistleblowing Committee shall comprise of the following members of Board of Directors of KUB Malaysia Berhad:
  - Chairman
  - Independent Non-Executive Directors
- c) The Whistleblowing Committee shall have the authority to:
  - determine the legitimacy of the disclosure;
  - direct further action; and
  - determine who should conduct the investigation i.e. engage external expertise, management or Group Risk and Audit Division ("GRAD").
- d) If any of the Whistleblowing Committee members is suspected being involved in the improper conduct, he or she will automatically abstain from attending the meeting.
- e) If, the Head of GRAD (or other assigned investigator) is tasked to investigate, he / she must take all reasonable steps to ensure that investigations regarding the disclosure are fair and unbiased.
- f) The Head of GRAD (or other assigned investigator) will keep detailed records of all evidence gathered, interviews conducted and all records received which affect the outcome of the investigation.

## **10. REPORTING**

- a) Upon conclusion of the investigation, the Head of GRAD (or other assigned investigator) will present the outcome of the investigation to the Board Audit Committee ("BAC").
- b) All Whistleblowing reports are subjected for loss event reporting which will be extended to the Board Risk Management Committee ("BRMC").

## **11. ACTION SUBSEQUENT TO REPORT**

- a) If the BAC is satisfied with the outcome of the investigation, it will communicate to management to proceed with action based on established policy and procedures for the necessary disciplinary action to be taken immediately. Instituting the disciplinary action will be the responsibility of Group Human Resources and Administration Division. If the misconduct involves breach of statutory provisions, official report should be made to the relevant regulatory authorities. If the case is involving members of the Board of Directors, it will be deliberated by the BOARD OF DIRECTORS OF KUB MALAYSIA BERHAD.

- b) Senior Management must also take into account recommendations contain in the investigation report to prevent the conduct from continuing or occurring in the future. Actions to be taken may also be directed to remedy any harm or loss arising from the conduct.
- c) Where BAC is of the view that the matter has not been satisfactorily resolved that resulting breach to Main Listing Requirements, BAC has to promptly report it to Bursa Malaysia Securities Berhad.

For ease of reference, please refer to the Appendix 3 for Whistleblowing Process Flowchart.

## **12. REVIEW OF THIS POLICY**

The Board or BAC can modify this Policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with laws and regulation and / or accommodate organizational changes within KUB Group. However, the modification made shall be effective after the same is circulated to employees in writing or electronically.

**List of Complaints under Whistleblowing Policy**

The list of complaints / concerns includes, but are not limited to;

- Corruption or bribery
- Breaching of legal obligation
- Misuse of company information
- Any dishonest or fraudulent act
- Negligence in carrying out work obligations
- Any act of conflict of interest with suppliers, vendors or contractors
- Forgery or alteration of any document or account belonging to the company
- Forgery or alteration of a cheque, bank draft or any other financial document
- Misappropriation or theft of funds, supplies or other assets
- Providing or accepting gifts or material value to/from customers, contractors, vendors or other persons doing or attempting to do business with KUB Group that are intended to influence a business decision or selection process
- Destruction, removal or inappropriate use of KUB Group's records, furniture, fixtures and equipment
- Falsifying payroll records or overtime claims
- Falsifying travel and entertainment expenses and/or utilizing company funds to pay for personal expenses
- Fictitious reporting or receipts, delivery orders, etc from suppliers or shipment to customers
- Misappropriation of Company-owned computer hardware, software, data, etc
- Acceptance of fictitious quotations from suppliers, vendors or contractors in favouring for a particular entity
- Inventory or asset theft
- Impropriety (including financial and operational, etc. within KUB Group)
- Gross mismanagement within KUB Group (including serious potential breach to the interest of society and environment)
- Breach of code of ethics of KUB Group, including sexual, physical or other abuse of human rights
- Any act and/ or omission which jeopardises the health and safety of KUB Group's employees or the public
- Any other detrimental wrongdoing which nature of the wrongdoing is subject to absolute discretion of the Whistleblowing Committee



## WHISTLEBLOWING FORM

WHISTLEBLOWING REPORT		
To :		
Incident Date & Time	Date :	Time :
Incident Location		
Name of alleged person / Div / Dept		
Description / Circumstances of alleged incident (Please use attachment if necessary)	<ul style="list-style-type: none"> <li>• <i>What, Who, When, Where, How, Witness</i></li> <li>• <i>Please provide evidence to support the claim</i></li> </ul>	
Signature : _____ Name : _____ Dept/Div/Co : _____ Telephone No : _____ Date : _____		

*Note: It is necessary to provide your name and contact number so that we can contact you for additional information of the reported concern.*

