



WHISTLEBLOWER POLICY

1. Policy Statement

- 1.1. An important aspect of accountability and transparency is a mechanism to enable staff and other members of the company to voice genuine concerns in a responsible and appropriate manner.
- 1.2. Suntrack Development Sdn Bhd ("Suntrack") is committed to promoting and maintaining high standards of transparency, accountability, ethics and integrity at the workplace.
- 1.3. This Policy is designed to support Suntrack's core values and facilitate employees' and third parties' concerns about possible improprieties at the earliest opportunity to ensure that concerns can be raised without fear of reprisal or Detrimental Action.
- 1.4. The procedures contained herein provide a process of managing disclosures of improper conduct that is transparent without compromising the confidentiality of persons involved.
- 1.5. This Policy is adapted to promote alignment with the Whistleblower Protection Act 2010, Companies Act 2016, Malaysian Anti-Corruption Commission Act 2009, Capital Market and Services Act 2007, Personal Data and Protection Act 2010 and all applicable laws and regulations in Malaysia. However, this Policy does not absolve employees and stakeholders from any statutory obligations contained in any Act and/or Regulation to report criminal offences and/or breaches of law with the relevant enforcement agencies.
- 1.6. The policy will be updated as the Law and Regulations changes to incorporate the latest standards in anti-bribery and corruption.
- 1.7. In cases of conflict between mandatory law and the principles contained in the Policy, the law shall prevail.

2. Definitions

- 2.1. "**Whistleblowing**" is the disclosure of Improper Conduct based on one's reasonable belief that any person has engaged, is engaged or preparing to engage in Improper Conduct. This applies even in circumstances where information regarding Improper Conduct is supposed to be treated as confidential.
- 2.2. "**Whistleblower**" is a person who discloses information of Improper Conduct in accordance with this Policy.
- 2.3. "**Improper Conduct**" is any conduct which is proved, and constitutes a serious Disciplinary Offence or a criminal offence. Improper Conduct includes, but are not limited to, the following:

- 2.3.1. criminal offences, unlawful acts, fraud, corruption, bribery and blackmail;
 - 2.3.2. failure to comply with legal or regulatory obligations;
 - 2.3.3. misuse of company's funds or assets;
 - 2.3.4. an act or omission which creates a substantial and specific danger to the lives, health or safety of the employees, or the public or the environment;
 - 2.3.5. unsafe work practices or substantial wasting of company resources;
 - 2.3.6. abuse of power by an officer of the company; and
 - 2.3.7. concealment of any of the above.
- 2.4. **"Appointed Officer"** means authorized person appointed to receive reports on Whistleblowing matters.
- 2.5. **"Disciplinary Offence"** means any action or omission which constitutes a breach of discipline in the company as provided by the law or the company's code of conduct, polices and/or contract of employment, as the case may be.
- 2.6. **"Detrimental Action"** includes:
- 2.6.1. action causing injury, loss and/or damage;
 - 2.6.2. intimidation and/or harassment;
 - 2.6.3. interference with the lawful employment or livelihood of any person, including discrimination, discharge, demotion, suspension, disadvantage, termination or adverse treatment in relation to a person's employment, career, profession, trade or business or the taking of disciplinary action; and
 - 2.6.4. the threat to take any of the actions referred to above.
- 2.7. **"Confidential Information"** includes:
- 2.7.1. information about the identity, occupation, residential address, work address or whereabouts of:
 - 2.7.1.1. a Whistleblower; and
 - 2.7.1.2. a person against whom a Whistleblower has made a disclosure of improper conduct;
 - 2.7.2. information disclosed by a whistleblower; and
 - 2.7.3. information that, if disclosed, may cause detriment to any person.
- 2.8. **"Investigating Officer"** means the person appointed to investigate an Improper Conduct.

3. Objectives

- 3.1. The objectives of the policy are as follows:
- 3.1.1. to provide employees and third parties with proper internal procedures in disclosing cases of Improper Conduct;
 - 3.1.2. to manage disclosures of Improper Conduct in an appropriate and timely manner;
 - 3.1.3. to provide protection to Whistleblowers from Detrimental Action that may result from the disclosure of Improper Conduct; and
 - 3.1.4. to provide fair treatment to both the Whistleblower and the alleged wrongdoer when a disclosure of Improper Conduct is made.
 - 3.1.5. to set out the processes to manage the overall system and implementation of the Whistleblowing Policy. The flow chart of the process is attached as **Appendix 1**.

4. Scope of Policy

- 4.1. This Policy applies to the company's directors and employees, including employees on contract terms, temporary or short-term employees, and employees on secondment.
- 4.2. An Improper Conduct Report may be made by a director, employee or external party who has knowledge of or genuinely suspects, on a reasonable belief, that a director or an employee of the company has engaged, is engaged or is preparing to engage in any Improper Conduct.
- 4.3. Any provision in any contract of employment which purports and/or intends to prevent the making of a disclosure of Improper Conduct shall be void to the extent that it purports and/or intends to prevent the making of the disclosure or the implementation of the other provisions of this Policy.
- 4.4. To facilitate due and fair investigation process, any person who discovers or suspects any Improper Conduct within the company, should not attempt to conduct investigations personally or interrogate any suspect.

5. Limitations

- 5.1. This Policy does not however, cover any issues, complaints or concerns in relation to:
- 5.1.1. matters which are trivial or frivolous in nature; and
 - 5.1.2 matters which are motivated by malice;
- 5.2. If the complaint is a grievance and not an Improper Conduct, the Grievance Procedure/Handling in Clause 4.3 of the Human Resource Policies and Procedures Manual is to be applied.

- 5.3. For Improper Conduct relating to sexual harassment, the Sexual Harassment Policy in Clause 4.4 of the Human Resource Policies and Procedures Manual is to be applied.
- 5.4. If an employee is unsure whether a particular act or omission constitutes a grievance, a sexual harassment or Improper Conduct under this Policy, he or she is encouraged to seek advice or guidance from their immediate superior or Head of Department, the Senior Manager, Corporate Affairs or the Chief Executive Officer.
- 5.5. Donations in the form of charity may be permissible depending on the circumstance, but should be made directly to an official entity and be able to be disclosed publicly when required to.
- 5.6. Please refer to Clause 1.11.9 – Improper Gifts or Payments in the Human Resource Policies and Procedures Manual for further guidance on the matter.

6. Disclosure of Improper Conduct

- 6.1. A director or an employee or a third party who becomes aware of an alleged Improper Conduct is encouraged to make a disclosure as soon as possible.
- 6.2. The Whistleblower needs to demonstrate that he or she has reasonable belief of the Improper Conduct.
- 6.3. In order to give the company an opportunity to investigate the alleged Improper Conduct and to take necessary internal corrective actions, Whistleblowers are encouraged to lodge a report by providing, to the extent that is possible, the following information:
 - 6.3.1. details of the Whistleblower, the name, designation, contact number and email address;
 - 6.3.2. details of the director or employee involved in the Improper Conduct;
 - 6.3.3. description of the Improper Conduct and the people/party (ies) that are involved (to state whether they are director or employees in the company or external parties);
 - 6.3.4. details of the Improper Conduct, including the relevant dates of occurrence;
 - 6.3.5. particulars of witnesses, if any; and
 - 6.3.6. particulars of production of documentary evidence, if any.
- 6.4. The Improper Conduct Form is attached in **Appendix 2**.
- 6.5. A disclosure of Improper Conduct may still be made, subject to Clause 6.2., although the person making the disclosure is not able to identify a particular person to which the disclosure relates.
- 6.6. When there is more than one disclosure made at a time, the disclosures may be prioritized according to the nature or gravity of the alleged Improper Conduct or reported risks and the magnitude of the repercussions.

7. Anonymous Reports

- 7.1. Anonymous reports are not encouraged as it would be difficult to ascertain the facts and follow-up on the matter for investigation purposes.
- 7.2. The company shall not be expected to follow-up on any anonymous reports. The company may however consider investigating the allegations after considering the seriousness and credibility of the allegations and the impact of the allegations in confirmed.

8. To whom should disclosures be made

- 8.1. A disclosure of Improper Conduct may be made in writing to the Chairman of the Sustainability Compliance and Integrity Committee and shall be marked 'Confidential'.
- 8.2. Disclosures of Improper Conduct may also be reported directly to the Chief Executive Officer or to a designate.
- 8.3. If the Improper Conduct involves the Chief Executive Officer, his designate or the Chairman of the Sustainability Compliance and Integrity Committee, the Whistleblower is to report directly to the Board.

9. Tracking of Improper Conduct Disclosures

- 9.1. The Appointed Officer shall maintain a log of all Improper Conduct Reports received, and the reports arising from screening, investigation, decisions and actions taken on the Improper Conduct Reports.
- 9.2. The Chief Executive Officer shall be informed of any new Improper Conduct report, where the Chief Executive Officer is not implicated to the extent possible without disclosing the identity of the whistleblower and the person who allegedly committed the Improper Conduct so that interim remedial measures may be taken where required.

10. Screening

- 10.1. The Appointed Officer shall, within seven (7) working days from the date of disclosure was made, prepare a report ("Assessment Report") to the Chairman of the Sustainability Compliance and Integrity Committee informing the results of initial assessment and recommend either to ignore the disclosure or to take further action. The Chairman of the committee has the authority to extend the time of the Assessment Report.
- 10.2. In respect to the disclosures made relating to Improper Conduct relating to the Appointed Officer of the Chief Executive Officer, the Sustainability Compliance and Integrity Committee may decide to appoint an external independent party to assess whether it is related to an Improper Conduct and/or excluded from the scope of this Policy.

- 10.3. Within seven (7) working date from the date of the Assessment Report is received, so far as is practicable, the Chairman of the Sustainability Compliance and Integrity Committee shall have the authority to make final decisions including, but not limited to, any of the following:
 - 10.3.1. reject the disclosure(s), either in part or in total, if it falls outside the scope of this Policy;
 - 10.3.2. direct the matter or any part thereof to be dealt with under other appropriate internal procedures, which includes disciplinary procedures;
 - 10.3.3. direct an investigation into the disclosure(s) made and on any persons involved or implicated;
 - 10.3.4. suspend the persons implicated in the Improper Conduct from work pending any further investigation and/or disciplinary procedures;
 - 10.3.5. designate the Appointed Officer or any other persons from within or outside of the company to conduct investigations or to take any other action pursuant to this Policy;
 - 10.3.6. obtain any other assistance from third parties such as external auditors or obtaining legal advice whether from internal or external solicitors; and
 - 10.3.7. refer the matter to an appropriate enforcement agency, which includes the police and the Malaysian Anti-Corruption Commission.

11. Conduct of Investigations

- 11.1. In the event further investigation is necessary, the person appointed to investigate the Improper Conduct ("the Investigating Officer") shall, as soon as possible, conduct an investigation into the matter.
- 11.2. The Sustainability Compliance and Integrity Committee shall have the authority to appoint an external party as the Investigating Officer to carry out investigations pertaining to the Improper Conduct within a reasonable set of terms of reference.
- 11.3. In instances where the Investigating Officer is appointed from within the company, the Investigating Officer must be an employee of a Designation and/or Grade higher than the employee(s) implicated in the Improper Conduct.
- 11.4. The Investigating Officer may conduct interviews with any relevant witnesses and shall use his best endeavours to gather all data and materials relevant to the Improper Conduct disclosed. The Investigating Officer shall have absolute discretion to allow any assistance to the witness during the interview, subject to a request made by the witness.
- 11.5. All interviews and activities carried out in the course of the investigation shall be recorded and reduced to writing and filed.

- 11.6. The Investigating Officer shall have free and unrestricted access to all records of the company and shall have the authority to examine, obtain and/or make copies of all or any portion of the contents of the documents, files, desks, cabinets and other storage facilities of the company so far as it is necessary to assist in the investigation of the Improper Conduct.

12. Investigation Report ("IR")

- 12.1. At the conclusion of the investigation, the Investigating Officer will submit an Investigation Report ("IR") of the findings to the Chairman of the Sustainability Compliance and Integrity Committee.

- 12.2. The IR will contain the following:

- 12.2.1. the specific allegation (s) of the Improper Conduct;
- 12.2.2. all relevant information/evidence and the ground for accepting/rejecting them. Copies of interview transcripts and any documents obtained during the course of the investigation shall accompany the IR; and
- 12.2.3. the conclusions made and the basis for them.

- 12.3. Whenever practicable, the Investigating Officer may include in the IR the following:

- 12.3.1. the steps or recommendations that need to be taken by the company to prevent the Improper Conduct from continuing or re-occurring in future; and
- 12.3.2. any further action to be taken by the company in respect of the Improper Conduct. The further action includes initiating disciplinary proceedings and referring the matter to the appropriate external authority.

- 12.4. The IR Report shall be presented to the Sustainability Compliance and Integrity Committee. In the event that the committee is satisfied that based on the findings and recommendations made in the IR, and Improper Conduct has been committed, the Chairman of the committee shall update the Chief Executive Officer/Board on the matter and also refer the matter to the Human Resource Department where appropriate to follow up with disciplinary proceedings in accordance with the policies of the company.

- 12.5. The Human Resource Department shall inform the Sustainability Compliance and Integrity Committee of the status of disciplinary proceedings and any disciplinary action taken.

13. Referral to external enforcement authority

- 13.1. Pursuant to the above, referral of the Improper Conduct, where appropriate, to the relevant enforcement body or the initiation of any civil action shall be managed by the solicitors.

14. Timeline

- 14.1. This Policy is intended to ensure that the disclosures made by Whistleblowers are reviewed and action are taken in a timely manner.
- 14.2. Investigations in respect of disclosures made are to be concluded as soon as is practicable but shall not exceed sixty (60) days from the date the disclosure is reported. Notwithstanding the above, where an investigation cannot be reasonably concluded with the 60-day timeline, the Chairman of the Sustainability Compliance and Integrity Committee may extend the time for its completion provided that the extension does not exceed one hundred and twenty (120) days from the date the disclosure is reported.
- 14.3. The Whistleblower shall be informed of the result of any investigation and/or any action taken by the company in respect of the disclosure made within seven (7) working days from the date an investigation is complete, subject to any extensions of time granted.

15. Protection of Confidential Information

- 15.1. Reasonable steps will be taken to maintain the confidentiality of the Whistleblower's Confidential Information, particularly the identity of the Whistleblower unless:
 - 15.1.1. the Whistleblower expressly agrees otherwise, and provides his agreement in writing; or
 - 15.1.2. otherwise required by law.
- 15.2. The Whistleblower or any person who is involved in the investigation process, shall not disseminate to third parties, information regarding the Improper Conduct or any part thereof, including the status of outcome of an investigation into it, except:
 - 15.2.1 to those who are authorized under this Policy;
 - 15.2.2. for lodging a report of Improper Conduct directly with an enforcement agency in accordance with the Whistleblower Protection Act 2010 or any other prevailing laws;
 - 15.2.3. in adherence to any law or in adherence to a legally binding requirement of any statutory authority; or
 - 15.2.4. on a strictly confidential basis to a professionally qualified lawyer for the purpose of obtaining legal advice.

15.3. The Whistleblower shall not:

- 15.3.1. contact the suspected individual to determine facts or demand restitution; and
- 15.3.2. discuss the case, facts, suspicions or allegations with anyone except to assist in the investigation.

16. Record safekeeping

- 16.1. A confidential record of each disclosure will be marked 'Confidential' and stored securely by the Human Resource Department for not more than 7 years from the date of disclosure was reported.
- 16.2. Therefore, it is the responsibility of the Human Resource Department to be the guardians of the records and to ensure that the documents are properly filed.
- 16.3. All records of disclosures shall be managed in compliance with the provisions of the Personal Data and Protection Act 2010 and other applicable laws.

17. Protection of the Whistleblower

- 17.1. Upon making a disclosure in good faith, based on reasonable grounds and in accordance with and pursuant to this Policy:
 - 17.1.1. The Whistleblower shall be protected from any Detrimental Action within the company as a direct consequence of the disclosure; and
 - 17.1.2. The Whistleblower's identity and such other confidential information of the whistleblower shall not be disclosed save in accordance with clause 15.1.
- 17.2. The protection against any Detrimental Action is extended to any person related to or associated with the Whistleblower.
- 17.3. The identity and personal information of the Whistleblower as well as the person implicated in the disclosure may be revealed to persons involved in investigations or any other required processes so far as necessary to assist investigations and/or as required for a due inquiry process to be made. A Whistleblower may also be required to appear as a witness for the company in the due inquiry process.
- 17.4. A Whistleblower is obliged to lodge a complaint to the company of any Detrimental Action committed against the Whistleblower or any person related to or associated with the Whistleblower, by any personnel of the company. The Detrimental Action Complain Form is attached in **Appendix 3**.
- 17.5. The Whistleblower protection conferred under this Policy is not limited or affected notwithstanding that the disclosure of the Improper Conduct does not result in any disciplinary action of the person against whom the disclosure is made.

- 17.6. This policy does not limit the protection conferred by any other written law to any person in relation to information given in respect of the commission of an offence.
- 17.7. The Whistleblower protection conferred under this Policy does not apply where a disclosure was made in a manner inconsistent with or not in compliance with the provisions of this Policy. Notwithstanding the above, the Whistleblower will still be conferred protection save as so far as afforded by the Whistleblower Protection Act 2010 or any other written law.

18. Revocation of Whistleblower Protection

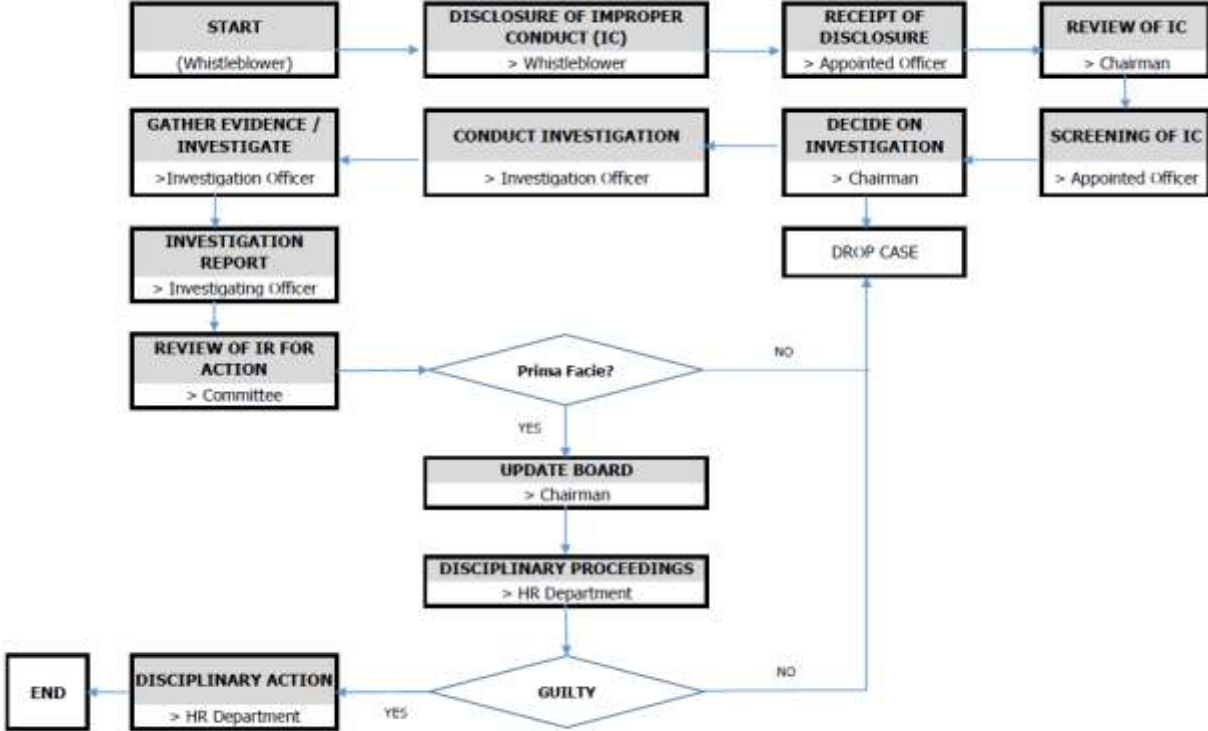
- 18.1. The company reserves the right to revoke the Whistleblower protection provided pursuant to this Policy if it is of the opinion, based on investigation or in the course of an investigation that:
 - 18.1.1. the Whistleblower himself has participated in the Improper Conduct disclosed, except in instances where:
 - a) the participation was under duress; or
 - b) in the view of the company, the participation could be justified under the circumstances.
 - 18.1.2. the Whistleblower willfully made in his disclosure of Improper Conduct a material statement which he knows or believes to be false or did not believe to be true;
 - 18.1.3. the disclosure is made solely with the motive of avoiding dismissal or other disciplinary action;
 - 18.1.4. the Whistleblower has made disclosures of Improper Conduct to other parties inside or outside the company and not only through the persons mentioned in Clause 8 of this Policy;
 - 18.1.5. the disclosure of Improper Conduct is frivolous and/or vexatious; and/or
 - 18.1.6. the Whistleblower, in the course of making the disclosure of providing further information, breaches the provisions of this Policy and/or commits an offense under the Whistleblower Protection Act 2010.
- 18.2. If the Whistleblower protection has been revoked, the company shall give a written notice to the Whistleblower of the revocation together with reasons for the same.

19. Oversight and ownership of Policy

- 19.1. The Sustainability Compliance and Integrity Committee has the overall responsibility of this Policy and shall oversee the implementation of this Policy.
- 19.2. The Senior Manager, Corporate Affairs is responsible for the administration and implementation of this Policy.



- 19.3. In case of doubt, the Senior Manager, Corporate Affairs shall refer to the Chief Executive Officer and the Chairman of the Sustainability Compliance and Integrity Committee for direction.
- 19.4. This Policy and the provisions herein may be reviewed and amended whenever necessary to ensure its effective implementation. Any amendment to the Policy shall be effected by the Senior Manager, Corporate Affairs, subject to review by the Chief Executive Officer.



SUNTRACK DEVELOPMENT SDN BHD

QMS-HR-F22 Rev 00

IMPROPER CONDUCT REPORT FORM

1. Details of Whistleblower			
Name		Designation	
NRIC		Tel No	
Email Add			
2. Details of Director/Employee involved in Improper Conduct			
Name		Designation	
Tel No		Email Add	
3. Details of Improper Conduct			
Date		Time	
Location			
Details of Misconduct			
<i>*Please attach supporting document/s if available and details of misconduct if space above is insufficient</i>			
4. Details of Witness			
Witness Name(s)			
Tel No		Email Add	
5. Declaration			
<p>a. I declare that all information provided in this Form is true, correct and complete to the best of my knowledge, information and belief.</p> <p>b. I hereby agree that the information provided herein to be used and processed for investigation purposes.</p>			
Signature			
Name			
Date			

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DETRIMENTAL ACTION COMPLAINT FORM

1. Complainant's Details	
Name	
NRIC	
Tel No	
Email Address	
Designation	
2. Information and Details of Detrimental Action	
Name/s of person/s committing the Detrimental Action	
Detrimental Action complained of	
<i>*Please attach supporting document/s if available and details of misconduct if space above is insufficient.</i>	
3. Declaration	
<p>a. I declare that all information provided in this Form is true, correct and complete to the best of my knowlegde, information and belief.</p> <p>b. I hereby agree that the information provided herein to be used and processed for investigation purposes.</p>	
Signature	
Name	
Date	