

WHISTLEBLOWING POLICY



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(Registration No.: 201801043588 (1305620-D)) (Incorporated in Malaysia)

WHISTLEBLOWING POLICY

1.0 INTRODUCTION

- **1.1.** The Board of Directors ("Board") of HPP Holdings Berhad ("HPP" or the "Company") and its subsidiaries ("Group") has adopted this Whistleblowing Policy (the "Policy") as amongst the risk management framework and sustainable internal control system measures in promotion of good corporate governance practices.
- 1.2. The Group is committed to improve HPP's business responsiveness to concerns raised notwithstanding changes in the environment and to ensure that the corporate culture of integrity, transparency and accountability, governs all the business conduct relevant.
- 1.3. All Directors, employees, shareholders, suppliers, customers and other stakeholders within and outside of the Group ("Person(s)") are called upon to report or disclose through established channels, genuine concerns about unethical behaviors, malpractices, illegal acts or failure to comply with regulatory requirements that is taking place / has taken place / may take place in the future; of which they become aware and to provide protection for the party, who report allegations of such malpractice / misconduct / wrongdoings.

2.0 THE POLICY

- **2.1.** This Policy serves to encourage and provide a channel to the Person to report in good faith and in confidence, without fear of reprisals and concerns about possible improprieties.
- 2.2. This Policy provides to the Person:
 - i. set of procedures to enable them to raise concerns in good faith, and receive feedback from the Group on actions, if any, taken in respect of such concerns.
 - ii. assurance that all members or other stakeholders will be treated fairly, and to the extent possible, be protected from reprisals or victimisation for whistleblowing in good faith.

3.0 SCOPE

- **3.1.** Whistleblowing reports must be factual, not speculative and made in good faith with reasonable belief that the information and allegations are true without any frivolous and malicious intentions for personal gain or interests. Otherwise, appropriate disciplinary or legal actions may be initiated against the whistleblower(s).
- 3.2. A whistleblower will be accorded confidentiality of identity including to the extent, reasonably practicable. However, the Audit and Risk Management Committee ("ARMC") has the ultimate discretion to reveal the whistleblower's identity with prior consent to the parties involved in the investigation and other proceedings on a confidential and 'need to know' basis.

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3.3. A whistleblower's role is a reporting party and not an investigator nor a fact finder. He cannot determine or recommend the appropriate corrective or remedial actions to be taken.

4.0 OBJECTIVE

This Policy is intended to reflect a robust whistleblowing approach that can deter current and future misconducts. Bona fide concerns relating to misconducts can be reported in accordance with the stipulations encapsulated in this Policy.

4.1. This Policy is designed to:-

- i. promote transparency and accountability in corporate culture;
- ii. promote good corporate governance practices within the Group;
- iii. strengthen the internal control system within the Group;
- iv. foster confidence in the business activities of the Group and along the supply chain of the Group;
- v. facilitate identification of misconducts at each level of the Group's operations and timely remedial measures;
- vi. ensure that whistleblower able to raise genuine concerns in confidence; and
- vii. protect whistleblower from reprisal in any form.

5.0 REPORTING PROCEDURES

This Policy is intended to complement an effective channel of communication and reporting lines within the Group, as described below:-

5.1. Who can report:-

Any of the following who can make a report to the Group of any suspected or actual wrongdoing committed:-

- i. the Group's Directors, management and employees, including employees on contract, temporary or short-term employees and employees on secondment;
- ii. the Group's third parties service providers, independent contractors, vendors and suppliers;
- iii. other stakeholders who are natural persons and not being incorporated or unincorporated bodies (e.g. shareholders, customers and suppliers).

5.2. What to report:-

This Policy is encouraging the Person to report their concerns in a timely manner so that the concerns can be investigated objectively, and remedial actions could be taken immediately.

- i. A report can be made if it relates to any conduct which if proved, constitutes a disciplinary offence or a criminal offence by any Person. Wrongdoing includes, but is not limited to:-
 - acceptance, involvement or solicitation of a bribe;
 - criminal offences, (e.g. fraud, corruption, forgery, intentional deceit, criminal breach of trust, insider trading and money laundering);
 - misuse and/or misappropriation of the Group's funds or assets;
 - improprieties within the Group:
 - breach of the provisions in the Group's Code of Conduct and Ethics;

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- breach of contract;
- negligence or other tort-related offence (e.g. assault, battery, trespass);
- actions which endanger the health or safety of the Group's employees, the public or the environment; or
- act or omission which creates a substantial or specific danger to the health and safety of Group's employees, the public, the environment or other individuals.

5.3. When to report:-

- i. The whistleblower is not expected to have substantial evidence of proof beyond reasonable doubt or be able to identify a particular person to which the report relates. If the whistleblower knows as a matter of fact that there are reasonable grounds of suspicion that a misconduct is going to take place / is taking place / has taken place, the whistleblower shall come forward with any information or document(s) that they have.
- ii. All whistleblowers are expected to act in good faith and not to abuse the protection of anonymity. If allegations are subsequently proven to be mala fide, the person responsible may be subject to appropriate actions by the Group, including legal action where applicable.

5.4. How to report:

i. A disclosure of a wrongdoing can be made to the following persons by post or via email as set out below:-

	By post	Via email
If writing to the Chairman of the Board of Directors (The "Board Chairman")	Address: 12 th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan. Attention to: The Board Chairman	laukw@hppholdings.com Attention to: The Board Chairman
If writing to the Chairman of the ARMC (The "ARMC Chairman")	Address: 12 th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan. Attention to: The ARMC Chairman	dtnuri149@yahoo.com Attention to: The ARMC Chairman

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- ii. The whistleblower will need to provide the following particulars in the report: -
 - The report shall be submitted in a sealed envelope CLEARLY marked in bold "PRIVATE & CONFIDENTIAL" and "ONLY TO BE OPENED BY ADDRESSEE" on the top right-hand corner of the report;
 - particulars of whistleblower i.e. name, NRIC No., designation (if the whistleblower is an employee of any Group) and contact particulars (email, telephone or mobile number or address);
 - details and description of the wrongdoing, including, its nature, the date, time, and place of its occurrence and the identity of the alleged person(s) involved;
 - · particulars of witnesses, if any; and
 - particulars or production of documentary evidence, if any.

6.0 PROTECTION UNDER THIS POLICY

- **6.1.** A whistleblower must understand the seriousness of his report and be ready to assume responsibility for them. Upon making a disclosure in good faith, based on reasonable grounds and in accordance with the procedure pursuant to this Policy.
- **6.2.** Pursuant to the Whistleblower Protection Act 2010, no action will be taken against any whistleblower making a complaint or report in good faith, including:
 - i. dismissing or threatening to dismiss the whistleblower;
 - ii. taking disciplinary action or threatening to discipline against the whistleblower, or suspending or threatening to suspend the whistleblower;
 - iii. subjecting the whistleblower to any form of harassment or abuse;
 - iv. imposing any penalty, directly or indirectly, on the whistleblower; or
 - v. discharging, demoting or discriminating against the whistleblower.
- **6.3.** The Group will not tolerate harassment or victimisation of any whistleblower, and ensures that any whistleblower who makes a disclosure in good faith:
 - i. will not be penalized or suffer any adverse treatment for doing so; and
 - ii. will be indemnified and protected to ensure that the Whistleblower is not personally disadvantaged by having made the good faith report, including, if necessary, filing an appeal to the ARMC.
- **6.4.** Any whistleblower who does not act in good faith and makes an allegation without having reasonable grounds for believing it to be substantially true, or makes it for purposes of personal gain, or maliciously, may be subject to appropriate action by the Group.
- **6.5.** The whistleblower shall be protected from Detrimental Action (defined herein) within the Group as a direct consequence of the whistleblower's disclosure.

"Detrimental Action" means: -

- · action causing injury, loss or damage;
- intimidation or harassment;
- 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
- a threat to take any of the above actions.

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- **6.6.** The Group does not permit Detrimental Action of any kind against the whistleblower for wrongdoing report submitted hereunder that are made in good faith. Any such Detrimental Action shall by itself be considered a serious breach of this Policy.
- **6.7.** A Detrimental Action by any person against the whistleblower may result in disciplinary action against that person, including issuance of formal warning or reprimand, suspension or termination of employment or service with the Group.
- **6.8.** The Group reserves the right to revoke the whistleblower protection accorded under this Policy if the Whistleblower has, or is found to have:-
 - · participated in the wrongdoing; and
 - · made a disclosure not in good faith.
- **6.9.** The Group shall give written notice to the whistleblower of the revocation of protection. In addition, the Group reserves the right to take such legal or other actions or disciplinary measures against the whistleblower (if the whistleblower is an employee), including issuance of formal warning or reprimand, suspension or termination of employment or services with the Group.

7.0 CONFIDENTIALITY

- **7.1.** The identity of the whistleblower raising a concern shall be kept confidential unless otherwise required by law or for the purpose of any proceedings by or against the Group. A violation of the confidentiality of information reported by any party privy to the information would constitute a misconduct by itself.
- 7.2. In order to maintain confidentiality, no information concerning the status of an investigation shall be divulged. The proper response to any such inquiries would be: "I am not at liberty to discuss this matter". Under no circumstances shall any reference be made to "the allegation," "the crime," "the fraud," "the forgery," "the misappropriation," or any other specific reference to the subject matter of the whistleblowing report.
- **7.3.** Given that the anonymity of the whistleblower will be preserved, anonymous reports generally will not be entertained so as to prevent vexatious and frivolous allegations. However, the Group reserves the right to investigate anonymous whistleblowing reports depending on the nature and gravity of the allegations in the report.
- **7.4.** Reasonable steps will be taken to maintain the confidentiality of the whistleblower and report made by the whistleblower, unless:
 - i. the whistleblower expressly agrees otherwise, and provides his agreement in writing; or
 - ii. otherwise required by law.
- **7.5.** The whistleblower or any person who is involved in the investigation process, shall not disseminate to third parties information regarding the wrongdoing or any part thereof, including the status or outcome of an investigation into it, except:-
 - to those who are authorised under this Policy;
 - by lodging a report with an enforcement agency in accordance with the Whistleblower Protection Act 2010 or any other prevailing law;
 - if required by law; and
 - on a strictly confidential basis to a professionally qualified lawyer for the purpose of obtaining legal advice.

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7.6. The whistleblower shall not:-

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

8.0 INVESTIGATION

- **8.1.** The ARMC shall review credibility of any whistleblowing report received in the Company Secretary's presence based on:
 - i. Significance and implications of the matter; and
 - ii. Likelihood of verifying and confirming the allegation from credible sources.
- **8.2.** If an investigation is required, the ARMC shall nominate an independent investigation team to review the matter objectively, i.e., external party, management or internal audit.
- **8.3.** Upon completion of the investigation, the investigation team shall table a report on outcome of the investigation with recommended course of actions at the ARMC meeting for their deliberation.
- **8.4.** The ARMC Chairman shall then report to the Board on matters reported which require the Board's approval and decision on any further remedial actions.
- **8.5.** If an investigation concludes that an improper conduct has been committed, the matter shall be handled in accordance with the Group's existing disciplinary procedures and applicable laws and regulations of the domicile company or subsidiary.

9.0 REVIEW AND APPROVAL OF POLICY

- **9.1.** The Policy was first adopted on 25 November 2019 and will be reviewed at least once every three (3) years or as and when necessary. This Policy shall be disclosed on the Company's website.
- **9.2.** Any revision or amendment to the Policy, as proposed by the ARMC or any third party, shall first be presented to the Board for its approval.
- **9.3.** Upon the Board's approval, the said revision or amendment shall form part of the Policy and this Policy shall be considered duly revised or amended.
- 9.4. This Policy was last reviewed and approved by the Board on 18 July 2024.