

Pacific & Orient Berhad

(Company No. 308366-H)

WHISTLEBLOWING POLICY

1. POLICY STATEMENT

Pacific & Orient Berhad and its subsidiaries (“POB Group”) are committed to promoting and maintaining high standards of transparency, accountability and ethics in the conduct of its business and operations.

This Whistleblowing Policy is in line with the Whistleblower Protection Act 2010 and should be read together with the POB Group’s Employee Handbook.

2. OBJECTIVE

This Whistleblowing Policy applies to Directors and Employees of the POB Group and is designed to provide them with proper internal reporting channels and guidance to disclose any wrongdoing or improper conduct relating to unlawful conducts, inappropriate behaviour, malpractices, any violation of established written policies and procedures within the POB Group or any action that is or could be harmful to the reputation of the POB Group and/or compromise the interests of the shareholders, clients and the public without fear of reprisal, victimisation, harassment or subsequent discrimination.

Wrongdoings or improper conducts may include, but are not necessarily limited to the following:-

1. Any unlawful act, whether criminal or civil in nature;
2. Fraud, corruption, bribery or dishonesty;
3. Financial malpractice or impropriety fraud;
4. Conflict of interest;
5. Conduct which is likely to cause injury to another person or give rise to risk of damage to assets/properties;
6. Non-compliance with the Company’s or POB Group’s policies and procedures;
7. All forms of harassment including but not confined to unwelcome verbal or physical advances and sexually or otherwise derogatory or discriminatory statement or remark;
8. Unauthorised disclosure of the Company’s or POB Group’s confidential information, including commercial or manufacturing secrets, calculations or designs; and
9. Concealment of any or a combination of the above.

This Whistleblowing Policy shall also similarly apply to any vendors, business dealers, partners, associates or any other person who have business relationships with the POB Group.

3. INVESTIGATION AUTHORITY

The Chief Executive Officer/Managing Director (“CEO/MD”) and/or specific persons specifically directed by him (“Investigator”) will be responsible for carrying out investigation under this Whistleblowing Policy.

4. REPORTING PROCEDURES

- 4.1.** All Directors and Employees of the POB Group are encouraged to raise genuine concern about any wrongdoing or improper conduct at the earliest opportunity, and in an appropriate way.
- 4.2.** In cases where the allegation has insignificant or no adverse impact on the POB Group’s business and reputation, the CEO/MD may conduct investigations on his own and decide on the appropriate course of action.
- 4.3.** Should the CEO/MD feel that the concern raised is serious and has significant adverse impact on the POB Group (including but not limited to serious fraudulent activities, criminal breach of trust and corruption), the matter shall be reported to the Board of Directors of the Company (“the Board”) for their deliberation.
- 4.4.** A disclosure of wrongdoing or improper conduct may be made orally (via phone) or in writing (via e-mail, fax or letter). The disclosure made shall contain a brief summary of the allegation, name of individuals involved or witnesses to the incidence and other relevant information.
- 4.5.** As far as reasonably practicable, disclosures should be made privately and in person to the relevant Investigator. The Whistleblower may choose to remain anonymous as the POB Group has put in safeguards to protect the identity of the Discloser. The Whistleblower must also be made identifiable as Whistleblower protection cannot be given to an anonymous source.
- 4.6.** All complaints/reports/disclosures will be investigated promptly by the Investigator. If required, the Investigator can obtain assistance from other resources within the POB Group (e.g. Internal Audit Department, Human Resource Department, etc.).
- 4.7.** The Investigator is required to report all concerns raised, the status of all pending and on-going investigations, and any action taken or to be taken as a result of the investigations, as well as the status of follow-up actions taken by the Human Resource Department to the CEO/MD and/or the Board as appropriate.

4.8. The Internal Auditor or the External Auditor may be requested to conduct further investigations as appropriate. In addition, the Management may engage, consult and obtain external legal or other independent professional advice on a case to case basis.

4.9. A report, amongst other things, including relevant and appropriate recommendation shall be submitted to the Board for its deliberation and further action if the outcome of the investigation substantiates that fraudulent or unlawful activities have occurred within the POB Group.

5. TIMELINE OF INVESTIGATION

Wherever possible, any investigation should be completed in a timely manner, within a period of 30 days from the date of receipt of disclosure. However, there may be circumstances where cases may take a longer period of time to resolve, but speedy resolutions will take priority.

6. CONDUCT OF INVESTIGATION

The Investigator shall, as soon as it is practicable upon receipt of a concern raised, conduct a preliminary assessment based on the available information or document received.

Whenever possible, interviews must be conducted with the Whistleblower and all relevant witnesses, and every attempt must be made to gather all information and materials from all available sources. All interviews and activities associated with the investigation must be documented in writing and filed for the purpose of record to support the findings, recommendations and/or actions taken.

Necessary preventive measures will be implemented to prevent the conduct from continuing or re-occurring in future. Disciplinary actions will also be taken against the culpable person(s).

7. RETENTION OF DOCUMENTS

All the disclosures made by the Whistleblowers, documents received during investigation and reports of the investigation should be retained by POB Group for a minimum period of seven years.

8. REFERRAL TO EXTERNAL ENFORCEMENT AUTHORITY

POB Group may refer the investigation to the appropriate enforcement body for independent investigation or initiation of civil action.

9. PROTECTION OF THE WHISTLEBLOWER

- 9.1 Any Director and Employee who discloses wrongdoing or improper conduct in good faith and in compliance with the provisions of this Whistleblowing Policy shall be protected against any detrimental action, including discrimination, discharge, demotion, suspension, disadvantage, termination or adverse treatment.
- 9.2 The identity of the Whistleblower will be kept confidential to the extent possible and subject to legal constraints.
- 9.3 Any other employee assisting in the investigation will also be accorded protection to the same extent as the Whistleblower.
- 9.4 POB Group reserves the right to take disciplinary action against those who:-
- (i) wilfully disclose any matter knowing the matter to be false; or
 - (ii) make reports with the intention to deceive or misinform; and
 - (iii) wilfully disclose any confidential information to the public.

10. CHANNEL OF REPORTING

Chief Executive Officer/Managing Director

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