

PUNCAK NIAGA HOLDINGS BERHAD'S WHISTLEBLOWING POLICY

1. INTRODUCTION

As a responsible corporate citizen, Puncak Niaga Holdings Berhad ("the Company" or "Puncak Niaga") is totally committed to upholding the highest standards of transparency, accountability, and integrity in the conduct of our business activities in the best interests of our stakeholders, including our employees.

Puncak Niaga's Whistleblowing Policy aims to create a conducive workplace that is based on trust, honesty, openness, and transparency and we are determined to eradicate unethical practices at the workplace.

The primary objective of Puncak Niaga's Whistleblowing Policy is to encourage our employees within the Puncak Niaga Group, and external clients to disclose internally and at a high level, any wrongdoings, malpractices, or misconducts (whistleblowing) of which they become aware and to provide protection for our employees who report allegations of such wrongdoing(s), malpractice(s) or misconduct(s).

Puncak Niaga's Whistle Blowing Policy will also ensure that each individual is responsible in exercising their right to make disclosures when suspecting the existence of any wrongdoings, malpractices, or misconducts that will, or has occurred.

Any wrongdoings, malpractices, or misconducts can be disclosed by any individual according to the correct channel and this channel could help to prevent any problems or situations that can affect the image of Puncak Niaga.

2. POLICY

2.1 The Company and the Group shall endeavour to undertake the following:-

- 2.1.1 To ensure that all allegations are thoroughly investigated and appropriate action is taken, where necessary.
- 2.1.2 A whistleblowing employee will be protected against adverse employment actions (discharge, demotion, suspension, harassment, or other forms of discrimination) for raising allegations of business misconducts.
- 2.1.3 If an employee makes an allegation in good faith, which is not confirmed by subsequent investigations, no action will be taken against the said employee.
- 2.1.4 Employees who participate or assist in an investigation will also be protected.

- 2.1.5 The Company will make every possible effort to protect the anonymity of the whistleblower.
- 2.1.6 In making a disclosure, an employee is expected to exercise due care to ensure the accuracy of the information given. If, however, an employee makes malicious or false, and unsubstantiated allegations to the detriment of other individual(s), the Company reserves the right to take disciplinary action against the said employee.
- 2.1.7 An employee shall not use the Policy to question any financial or business decisions made by the Company or the Group or to use the Policy as an avenue to request the Company or the Group to reconsider any other matters which have already been addressed by the Company or the Group under other existing policies and procedures.
- 2.1.8 The employee will be notified of the status of his/her disclosure while the accused will be told about charges against him/her and will be allowed to answer the accusations. It is important to ensure fairness in this process. Identity and personal information will only be disclosed to those involved in the investigation only on a "need to know" basis only.

3. **EXAMPLES**

3.1 Some examples of business misconducts include, but are not limited, to the following:-

- 3.1.1 A criminal offence.
- 3.1.2 The use of deception to obtain an unjust or illegal financial gain, either for the business unit or personally.
- 3.1.3 Intentional misrepresentations directly or indirectly affecting the Company's and the Group's financial statements.
- 3.1.4 A failure to comply with any legal obligations or with laws or regulations.
- 3.1.5 A miscarriage of justice.
- 3.1.6 Danger to the health and safety of any individual.
- 3.1.7 Damage to the environment.
- 3.1.8 A serious and/or deliberate breach of fundamental internal controls, policies and/or procedures.

- 3.1.9 Serious non-professional or non-ethical conduct or behaviours such as fraud, corruption, bribery, misappropriation, dishonesty or blackmail.
- 3.1.10 Misuse/abuse of position or information for personal gain.
- 3.1.11 The deliberate concealment of any information in respect of the above.
- 3.1.12 Intentionally directing or advising someone to do all / any of the above offences.

4. **WHEN DISCLOSURE IS ALLOWED**

- 4.1 Disclosure can be made by the employee at any time after obtaining the relevant information or documents.
- 4.2 The employee must come forward with any information either verbally or in documents, and made in good faith and based on reasonable grounds, with the belief that an offence/misconduct is expected to occur, is occurring, or has already occurred.
- 4.3 If the employee has been or is currently involved in any wrongdoings, malpractices, or misconduct for the disclosure to be made by him, the employee must make a voluntary disclosure and confession and the employee will be given due consideration to be protected under this Policy.

5. **PROCEDURES**

- 5.1 Complaints of an employee should be raised with the employee's line manager who will then notify one of the Designated Directors of the Group
- 5.2 Complaints of an employee should be reported directly to the Appointed Officer which is the Integrity Officer (IO).
- 5.3 However, if for some reason the employee does not feel comfortable to report through his or her line manager, then he or she has the right to bypass the line management structure and take his or her concerns directly to the Group's Designated Directors or the Chairman of the Audit Committee of Puncak Niaga.
- 5.4 All complaints must be raised in writing and should include full details and if possible, supporting evidence, and should state that the complaints are made under the Whistle Blowing Policy.

- 5.5 The details and information should at least consist of 5W1H concepts:
- a) When;
 - b) Where;
 - c) Who;
 - d) What;
 - e) Why; and/or
 - f) How
- 5.6 Anonymous complaints without full details and information shall not be entertained.
- 5.7 For complaints that are made by emails, letter, and face-to-face, handling and access to such information shall be handled by the Integrity Officer and the Integrity officer will write a disclosure made verbally and verified by the employee. Such disclosures may be made at any place deemed practical, suitable, and safe by the Integrity Officer to maintain the confidentiality of the information and the safety of the employee/whistleblower.
- 5.8 All incidences of whistleblowing in Puncak Niaga and Puncak Niaga Group shall to be reported to the Executive Director, Human Resources & Administration Division who shall investigate and submit the report and findings recommendation to the Executive Committee ("EXCO") of Puncak Niaga for deliberation. This report shall then be sent to the Executive Director, Corporate Services Division
- 5.9 All incidences of whistleblowing in Puncak Niaga and Puncak Niaga Group that involve corruption, fraud, false claims, and misuse of power shall to be reported to the Integrity Officer (IO) who shall investigate and submit the report and findings recommendation to the Managing Director of Puncak Niaga for deliberation. This report shall then be sent to the Executive Director, Corporate Services Division.
- 5.10 The Executive Director, Corporate Services Division shall collate and report all incidences of whistleblowing in Puncak Niaga Group to the Audit Committee and Board of Puncak Niaga at the relevant meetings of the Audit Committee and Board of Directors, where applicable.
- 5.11 A Disclosure can be made directly to the Chairman of the Audit Committee in any of the following two situations;
- i) Whenever the disclosure involves an offense or misconduct by the Appointed Officer/Manager/Executive Director/Managing Director/ Designated Directors; or
 - ii) Whenever the disclosure does not involve an Appointed Officer/Manager/Executive Director/Managing Director/ Designated

Directors but the employee believes that the Appointed Officer Manager/Executive Director/Managing Director/ Designated Directors has a personal interest with any person involved with the offense or misconduct in the disclosure.

In any of the two situations above happen, the Chairman of the Audit Committee can exclude the Appointed Officer from carrying out such disclosure and appoint any temporary officer who is deemed suitable and qualified as an Appointing Officer to handle such disclosures and protect the employee under this Policy.

- 5.12 The Audit Committee of Puncak Niaga has the responsibility of overseeing the Whistleblowing Policy.
- 5.13 The list of the Designated Directors of the Group for Puncak Niaga's Whistleblowing Policy is as per "Appendix I". This Appendix I is subject to update from time to time due to changes in personnel holding the named designations, where applicable.

DESIGNATED DIRECTORS OF THE GROUP FOR WHISTLEBLOWING POLICY

Chairman of Audit Committee

YBhg Dato' Sri Adenan Ab. Rahman, Independent Non-Executive Director

Directors

1. YBhg Tan Sri Rozali Ismail, Executive Chairman
2. Encik Azlan Shah Tan Sri Rozali, Managing Director
3. Mdm Tan Bee Lian, Executive Director, Corporate Services Division
4. Puan Faridatulzakiah Mohd Bakhry, Executive Director, Human Resources & Administration Division

Integrity Officer

1. Cik Aslina Ahmad Fuad, Integrity Officer, Internal Audit Department