



**MATANG BERHAD**

Registration No: 201501017043 (1142377-X)  
(Incorporated in Malaysia)

## **WHISTLE BLOWING POLICY**

### **1. INTRODUCTION**

Matang Berhad ("Matang" or "Company") is committed to promoting and maintaining a high ethical standard of transparency and work ethics in the conduct of its business functions and activities. In line with that, the Board of Directors ("Board") and the management of Matang envisage to maintain a workplace which practises and encourages good corporate governance and upholds integrity in all its operational activities and business dealings. In that regards, the Board views whistle-blowing being one of the important platforms to help employees and stakeholders of Matang group of companies ("Matang Group" or "Group") to report genuine concerns about any wrongdoings that they may have observed in Matang.

### **2. OBJECTIVES**

The objective of this whistle-blowing policy and procedures (or "Policy") is to provide and facilitate a mechanism for any whistleblower to report concerns about any suspected and/ or known misconduct, wrongdoings, corruption, fraud, waste of Company or Group resources or abuse of rules and regulations within the Group and to protect the whistleblower from detrimental actions as well as providing for the matters disclosed to be investigated and/or dealt with.

The specific objectives of the Policy are:

- a. To ensure all stakeholders are freely able to disclose in confidence and report matters they suspect of involving unethical, wrongful behavior and/or illegal conducts within the Group;
- b. To encourage unethical, wrongful behavior and/or illegal conducts to be identified and challenged at all levels within the Group;
- c. To provide procedures for reporting and handling such concerns of the stakeholders with regards to any real and/or potential wrongdoings;
- d. To prevent and/or deter misconducts being perpetuated;
- e. To ensure that disclosures can be channeled appropriately and treated confidentially; and
- f. To help promote and develop a culture of openness, accountability and integrity.

### **3. SCOPE**

This Policy applies to all employees, contractors, suppliers, business associates, customers and bankers of the Group.

#### **4. TYPE OF WRONGDOINGS**

The non-exhaustive list of examples of wrongdoings or improper conduct under the Whistle- Blowing Policy of Matang include:

- a. Fraud, bribery, corruption, forgery, cheating or malpractice;
- b. Making or receiving facilitation payment;
- c. Payment to cover up immoral or illegal activities;
- d. Lavish gifts and entertainment;
- e. Insider trading;
- f. Criminal breach of trust and any other form of criminal activities;
- g. Misappropriation of the Company or the Group's funds or assets;
- h. Sexual harassment;
- i. Giving false or misleading material information, including suppression of any material facts or information;
- j. Deliberate acts or omissions which may cause losses to the Company or the Group or otherwise detrimental to the interests of the stakeholders;
- k. Deliberate non-compliance with Matang's procedures or breaches of internal control;
- l. Failure to comply with legal or regulatory requirements;
- m. Deliberate endangerment of employees or public health or safety; and
- n. Any attempt to conceal or suppress information relating to the above or other wrongdoings.

#### **5. POLICY AND PROTECTION STATEMENT**

##### **A. Acting in Good Faith**

The whistleblower must act in good faith and have reasonable grounds for believing the information disclosed indicates wrongful conduct. Any allegations that prove not to be substantiated or prove to have been maliciously or knowingly falsified will be viewed as a disciplinary offence which is subject to disciplinary actions including termination.

##### **B. Confidentiality and/ or Request for Anonymity**

Any whistleblower may report a wrongdoing or violation or suspected wrongdoing or violation anonymously. The whistleblower may choose to identify themselves or to remain anonymous when reporting wrongdoings or suspected wrongdoings. However, the Audit and Risk Management Committee ("ARMC") or the Company (as the case maybe) may choose to reserve its rights to investigate or not to investigate any anonymous disclosures or reports.

The Company shall treat all reports or disclosures as sensitive and confidential and will only reveal information whether publicly or otherwise on a "need to know" and/or "need to disclose" bases or if required by law, court or authority(ies).

**C. Protection from Retaliation**

The Policy provides assurance that the whistleblowers who acts in good faith shall be protected from any adverse employment actions, harassments, unfair practices including retaliation, threat or intimidation of termination/ suspension of employment or services, disciplinary actions, transfers, demotions and/ or refusal of promotion.

**D. Revocation of Policy and Protection**

The protection afforded under item C above shall be revoked by the Company if:

- a. The whistleblower himself has participated in any of the wrongdoings brought to the attention;
- b. The whistleblower willfully made in his disclosure of the wrongdoings for which he believes or is consciously aware to be false or did not believe to be true;
- c. The disclosures made are frivolous or vexations;
- d. The disclosures are made solely or substantially with the motive of avoiding dismissal or other disciplinary actions.

**6. WHISTLEBLOWING CHANNELS AND PROCEDURES**

1. The whistleblower should report the known or suspected wrongdoings directly to the Chairman of the ARMC of the Company by disclosing:
  - a. The name of whistleblower;
  - b. Designation or capacity;
  - c. Contact details;
  - d. Details of person(s) involved;
  - e. Nature of allegation or wrongdoings, time, venue of incident of wrongdoings;
  - f. Evidence, if any;
  - g. The reason(s) why the whistleblower is particularly concerned about the situation, the wrongdoings or the suspected wrongdoings.

The whistleblower may choose to make an anonymous reporting but the ARMC reserves its rights to investigate or not to investigate anonymous disclosures.

All reports or disclosures under Whistle-Blowing Policy made by the whistleblowers must be confidentially in writing, submitted via post or electronic mail to the Chairman of the ARMC. If by post, it must be properly sealed in an envelope on which it is indicated "Strictly Confidential — To be Opened by the Addressee only" and addressed to:

By post:

Chairman of the Audit and Risk Management Committee  
Matang Berhad  
Unit 39.02, Level 39, Menara Multi-Purpose,  
Capital Square,  
8, Jalan Munshi Abdullah  
50100 Kuala Lumpur  
Malaysia

By email:

ARMCChairman@matangbhd.com

2. The Chairman of the ARMC who has received the reports or disclosures shall conduct a preliminary assessment on the whistleblower's case received. The preliminary assessment by the ARMC shall have the purposes to:
  - a. establish if a wrongdoing has occurred based on the concern(s) or reports/disclosures raised by the whistleblower, and if so, to what extent; and
  - b. minimise as soon as possible any risk of further wrongdoings, losses of assets or damage to the Group's reputations arising from such wrongdoings/ suspected wrongdoings

If preliminary assessment shows that valid or potential (as the case maybe) concern(s) fall within the whistleblowing reportable concerns, then further investigation shall be carried out either by the ARMC with the assistance of independent departments/ personnel(s) of the Company or in the management team member of the Company or by ARMC enlisting assistance of independent professionals such as the internal auditors of the Company.

In the event that the disclosure or report by the whistleblower is dropped after the preliminary assessment, the whistleblower shall be notified in writing by the Chairman of ARMC stating amongst others, the outcome of the preliminary assessment and the reasons for discontinuing further investigation.

If the disclosures and reports raised by the whistleblower are frivolous, the Chairman of the ARMC reserves the rights to advise the Human Resource Department of the Company (if the whistleblower is an employee of the Company) to take disciplinary measures deemed fit and appropriate.

3. Upon conclusion of the investigation, the Chairman of the Company's ARMC shall table his/her report to the ARMC during the ARMC meeting and the ARMC shall subsequently update the Board on reports or disclosures that require approval, attention and/or decisions for further actions of any form.