

# **PAN MALAYSIAN POOLS SDN BHD**

## **WHISTLEBLOWER POLICY**

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## 1. Overview and Policy Statement

Pan Malaysian Pools Sdn Bhd and its subsidiary (“PMP Group”) is committed to ensuring the highest possible standards of ethical, moral and legal business conduct and practices, openness and accountability in all aspects of its business. The PMP Group also has a zero-tolerance approach against all forms of bribery and corruption, and upholds all applicable laws in relation to anti-bribery and corruption.

With the establishment of this Policy, Employees, Agents and Service Providers/Business Partners are encouraged to raise genuine concerns regarding any Detrimental Actions and Improper Conduct occurring.

The purpose of this Policy is to:

- provide a consistent, systematic, corporate-wide process for managing any suspected Detrimental Action and Improper Conduct;
- provide a mechanism for Stakeholders to report their concerns freely and without fear of reprisal or intimidation if they act in good faith;
- maintain the confidentiality of and protect individuals who in good faith reports Detrimental Actions or Improper Conduct on a confidential basis; and
- assist in ensuring that Improper Conduct and Detrimental Actions are identified and dealt with appropriately.

This Policy is applicable to all directors, employees as well as agents and third parties doing business with Pan Malaysian Pools Sdn Bhd and its subsidiary (“PMP Group”).

This Policy supplements (and does not replace) any and all existing policies and procedures of the PMP Group relating to Detrimental Actions and Improper Conduct.

## 2. Glossary of Definitions

### 2.1 Complaint

A disclosure of Detrimental Action and/or Improper Conduct made by a Whistleblower.

### 2.2 Confidential Information

Includes:-

2.2.1 information about the identity, occupation, residential address, work address or whereabouts of (i) the Whistleblower; and (ii) the person against whom the Whistleblower has made a Complaint;

2.2.2 information disclosed by the Whistleblower; and

2.2.3 information that, if disclosed, may cause detriment to any person.

## **2.3 Detrimental Action**

Any reprisal action against a Whistleblower which shall include:-

2.3.1 action causing injury, loss or damage;

2.3.2 intimidation or harassment;

2.3.3 interference with the lawful employment or livelihood of the Whistleblower, including discrimination, discharge, demotion, suspension, disadvantage, termination, adverse treatment in relation to the Whistleblower's employment or the taking of disciplinary action; and

2.3.4 a threat to take any of the above actions.

## **2.4 Enforcement Agency**

An enforcement agency as defined under the Whistleblower Protection Act 2010.

## **2.5 PMP Group**

Pan Malaysian Pools Sdn Bhd (PMP) together with its wholly-owned subsidiary, Malaysian Foster Project Management Sdn Bhd, and such other related corporations as may be included from time to time (collectively, the "PMP Group")

## **2.6 HOD**

Head of Department.

## **2.7 Improper Conduct**

Any unethical behaviour, malpractices, giving or accepting bribes, illegal acts (including but not limited to actions contravening : Malaysian Penal Code (revised 1977) (and its amendments), the Companies Act 2016, Section 17A of the Malaysian Anti-Corruption Commission Act 2009 or any other wrongful or improper conduct within the PMP Group which if proved, constitutes a disciplinary offence or a criminal offence.

## **2.8 Investigation Team (or Inv Team)**

A team made up of members nominated by the WBC on an ad-hoc basis for the purpose of investigating any Complaint, or Recommendation as directed by the WBC.

## **2.9 Inv Team Lead**

The person designated by the WBC as the leader of the Inv team.

## **2.10 Recommendation**

A recommendation received by PMP Group from an Enforcement Agency to initiate disciplinary proceedings or to take such steps as appropriate against the officer of the PMP Group whom the Enforcement Agency has made a finding of Improper Conduct or Detrimental Action.

## **2.11 Secretariat**

The secretariat of the WBC, being the Senior Manager – Legal Division (under the Legal & Secretarial Department of PMP).

## **2.12 This Policy**

The whistleblower policy and procedures as contained herein.

### **2.13 Whistleblower**

Any employee, director, consultant, agents, service providers or business partners of PMP Group making a Complaint under this Policy or to any Enforcement Agency.

### **2.14 Whistleblower Committee (or WBC)**

A committee formed for the purpose of receiving, processing, investigating and determining the genuineness of any Complaint received from a Whistleblower or a Recommendation received from an Enforcement Agency in order that appropriate action can be taken to address the Complaint or Recommendation. The WBC shall also be responsible for dealing / liaising with the Enforcement Agency in respect of any matters pursuant to the Recommendation.

## **3. The Whistleblower Committee (WBC) – Terms of Reference and Membership**

### **A. Scope**

The WBC shall be responsible for developing, implementing, enforcing and maintaining an effective Whistleblower programme for the PMP Group.

### **B. Membership**

The WBC composition shall comprise the Managing Director of PMP as the Chairman and senior management as the member(s).

### **C. Authorities and Responsibilities**

1. The quorum for meetings of the WBC shall consist of at least two (2) members. Decisions of the WBC shall be by majority vote. The Chairman of the WBC shall not have a casting vote in the event of a tie.
2. Upon receipt of any Complaints or Recommendations, together with supporting documents as necessary, the Secretariat shall convene a meeting of the WBC to discuss such Complaint or Recommendation.
3. The WBC shall endeavour to complete the process as stated in Part 5 of this Policy within one (1) month from the date of receipt of the Complaint or Recommendation (as the case may be) together with all the supporting documents as may be required by WBC. Such timeline may be extended dependent on the complexity of the subject matter, as WBC shall determine at its absolute discretion.
4. Prior to the commencement of any investigation into the Complaint and Recommendation, members of WBC shall declare that they are not in a conflict of interest position with the subject matter. Failing so, the member shall immediately abstain from all involvement in relation to that Complaint or Recommendation.
5. This Policy may be amended, changed, modified, or varied by the WBC from time to time and any such amendments, changes, modifications or variations shall be effective on the date stated in the notification circulated to the employees of PMP Group.

### **D. Confidentiality**

All Confidential Information received by WBC members in relation to any Complaint or Recommendation shall be kept confidential by the WBC members.

## 4. Investigation Team – Scope and Duties

### A. Purpose

1. The Inv Team may be established from time to time by the WBC to conduct investigation into any Complaint or Recommendation as directed by the WBC.
2. Each Inv Team is set-up on an ad-hoc basis for the sole purpose of investigating a particular Complaint or Recommendation, as the WBC determines at its sole discretion.

### B. Membership

1. The Inv Team Lead and members shall be appointed by the WBC and will the conduct investigations within the scope and authority delegated by the WBC.
2. A member shall immediately abstain from participating in the activities, deliberation and decision of the Inv Team if in the course of investigation:-
  - (a) such member discovers that he / she is involved and / or has an interest in the said Complaint or Recommendation in any manner whatsoever; or
  - (b) the Complaint or Recommendation is discovered to have been originated from the such member's department.

Thus prior to the commencement of the investigation, the team members must declare their conflict of interest position (if any)

3. In the event of any doubt as to whether a member of the Inv Team should abstain from participation in any activities of the Inv Team, the matter shall be referred to the WBC, whose decision shall be final and binding.
4. Where the Complaint involves Corruption/Bribery matters, the Compliance Officer of the Anti-Corruption Committee ("**Compliance Officer**") shall be appointed as a member of the Inv Team (subject to compliance per B2. above).

### C. Authorities and Responsibilities

1. The Inv Team shall outline the detailed procedure for the investigation of the Complaint or Recommendation as directed by the WBC.

The Inv Team is accountable to the WBC and shall not be entitled to further delegate any of the powers and authority delegated to it. During the investigation period, Inv Team shall be excused from their daily task, where applicable.

2. In discharging its responsibilities, the Inv Team shall have access to the PMP Group's management, books and records which the Inv Team reasonably believes or has reason to believe to be relevant to the Complaint or Recommendation and shall be entitled to examine any employee or any other person(s) as it deems appropriate and to receive such information as it requires from them. All employees shall co-operate with any reasonable request made by the Inv Team.
3. Upon completion of the purpose for which it was set up, the Inv Team shall be dissolved by the WBC and shall have no further authority whatsoever.

#### **D. Functions**

The following are the functions of the Inv Team:-

1. Conduct a full and thorough investigation into the Complaint or Recommendation as directed by the WBC;
2. Report findings of its investigation to the WBC;
3. Consider any other matters as may be delegated from time to time by the WBC; and
4. Submit evidences, documents, witness statements and such other relevant information collected from its investigation to all members of the WBC.

#### **E. Confidentiality**

All matters discussed during the meetings of the Inv Team and all information that comes into the possession of the Inv Team during the course of its investigation are to be kept confidential by the members. If required by the WBC, members of the Inv Team shall sign a non-disclosure agreement.

#### **F. Matters on Corruption/Bribery**

If the Complaint or is related to corruption or bribery, the Compliance Officer is authorised and shall notify the Anti-Corruption Committee of such complaint and updates on the investigation upon being notified by WBC (subject to compliance per B2. above). Failing which, the WBC's Secretariat shall notify the Anti-Corruption Committee.

## **5. Procedures**

### **5.1 Complaint Channels**

5.1.1 A Complaint may be made in any one of the following manner listed below:

- (a) Emailing to [governance@damacai.com.my](mailto:governance@damacai.com.my); OR
- (b) Written Letters to any of the WBC Members

Example:

Attn: Managing Director of PMP  
16<sup>th</sup> Floor Wisma Genting  
Jalan Sultan Ismail  
50250 Kuala Lumpur

(ensure envelope has been marked **”Strictly Confidential – To be opened by Addressee Only**)

## 5.2 Making a Clear & Complete Whistleblower Complaint

Before submitting your written complaint or e-mail, please consider the following questions/statements:

5.2.1 Please tell us if you know for a fact that fraud or malpractice is happening – or if it is only a suspicion or a rumour.

- (a) I know for a fact that the misconduct is happening;
- (b) I have a strong suspicion that the misconduct is going on;
- (c) I think there might be a misconduct going on; or
- (d) someone told me about it.

5.2.2 Try to identify which category your concerns/ misconduct would be:

<ul style="list-style-type: none"><li>– Bribery or corruption</li><li>– Under or Over billing with fraudulent intent</li><li>– Fictitious suppliers / False Invoicing</li><li>– Payroll related fraud</li><li>– Supplier kickbacks</li><li>– Procurement Fraud</li><li>– Tampering or destroying accounting documents</li><li>– Disclosing confidential information to outside parties</li><li>– Misleading external/internal auditors</li><li>– Compliance Fraud</li><li>– Abuse of Power / Authority</li><li>– Breach of Internal Procedures</li></ul>	<ul style="list-style-type: none"><li>– Conflict of interest</li><li>– Vendor is related to employee</li><li>– Cheque fraud – misuse of Company's cheques</li><li>– Misrepresentation or false statements by officer regarding matters concerning financial records</li><li>– Use of company's funds/property/assets for illegal/unethical purpose</li><li>– Criminal Breach of Trust</li><li>– Harassments/ Sexual Harassment</li><li>– Forgery</li><li>– Any Other concerns</li></ul>
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5.2.3 Guide for describing the misconduct and who is involved:-

- (a) Briefly describe the misconduct;
- (b) Location of the misconduct;
- (c) The people who are involved;
- (d) Time or period the misconduct occurred;
- (e) Any other witness who can support your;
- (f) If a fraud, financial value of the fraud (if available); and
- (g) Has anyone taken steps to conceal this issue.

5.2.4 What evidence is there and where can this evidence be found. Please be specific as possible.

Remember, anything may be helpful, no matter how trivial it may appear. You may also email or attach any evidence in picture, jpeg or pdf format.

**Advice: Please Do Not Conduct Any Investigation by Yourself.**



- 5.2.5 Whistleblowers are encouraged to identify themselves, provide contact number and or email address so that the process of obtaining more information to facilitate the investigation can be performed. By doing so the Company is also able to accord the necessary protection to the Whistleblower as provided in this Policy. A Whistleblower will be accorded with protection of confidentiality of identity, where reasonably practicable and will also be protected against any adverse and detrimental actions for disclosing any improper conduct committed or about to be committed, provided that the disclosure is made in good faith.
- 5.2.6 If Detrimental Action has been taken against the Whistleblower, please refer to **Appendix 1** for the guide in making a complaint.

### **5.3 Procedures after Complaint or Recommendation is received**

- 5.3.1 The Whistleblower must identify himself / herself when making the Complaint as follow-up questions and investigations may not be possible or may be hindered unless the source of the information is identified. If reported anonymously, the Whistleblower is encouraged to provide sufficient evidence to justify the serious nature of the complaint. Any Complaint made anonymously (where the WBC is unable to verify the details provided or obtain further details) may not be processed or investigated unless the concern / allegation made is of sufficiently serious nature as determined by the WBC.
- 5.3.2 All Complaints together with the relevant documents received by the Secretariat will be recorded and filed and thereafter a copy will be forwarded to the WBC.
- 5.3.3 Upon receipt of a Complaint, the WBC shall conduct an initial enquiry of the Complaint within 5 business days to determine its genuineness, and the seriousness of the concern /allegation which has been raised.
- 5.3.4 If the initial enquiry made by the WBC indicates that the Complaint has no basis or merits or it is not a matter to be dealt with under this Policy, it may be dismissed by the WBC at this stage. Notification will be given to the Whistleblower of such dismissal.
- 5.3.5 If the initial enquiry indicates that further investigation is necessary, the WBC will nominate an Inv Team to carry out a thorough investigation into the Complaint . Such investigation will be conducted in a fair manner as a neutral fact-finding process and without any presumption of guilt.
- 5.3.6 All findings of the Inv Team after due investigation will be documented and reported to the WBC. The time period from the date of receipt of the Complaint and the report made to the WBC shall not exceed one (1) month unless otherwise extended by the WBC.
- 5.3.7 Upon receipt of the on the findings of the investigation, the WBC will review and evaluate the same. If the WBC is not satisfied with the findings of the investigation, the WBC shall have the right to either:-
- (a) direct a fresh investigation or request that further investigations be conducted by the same Inv Team;
  - (b) direct a fresh investigation by a new Inv Team to be established by the WBC to replace the existing Inv Team or seek the services of an external forensic auditor;  
or
  - (c) conduct its own investigation.

- 5.3.8 Upon reviewing and evaluating the findings of the investigation, if the WBC decides that the Improper Conduct or Detrimental Action is not proven, the decision will be documented and notified to the Whistleblower. Similarly if the alleged Corruption/Bribery is confirmed to be unfounded or has no adequate evidence, the Compliance Officer (or the Secretariat, as the case may be) shall notify the Anti-Corruption Committee directly.
- 5.3.9 If the WBC decides that the Improper Conduct or Detrimental Action is proven, the evidence shall be given to the Senior Manager - Human Resources and Administration Department of PMP to convene a domestic inquiry and after due inquiry, for further deliberation with Managing Director of PMP on the appropriate disciplinary action to be taken on the employee. Likewise, appropriate and serious actions will be taken against agents, services providers and business partners (including suppliers) proven to be involved in Improper Conduct.
- 5.4 Submission of Complaints to WBC Members**
- 5.4.1 Whenever the WBC members receive a Complaint, the WBC member must immediately forward the said Complaint to the Secretariat.
- 5.4.2 The Secretariat shall process such Complaint in accordance with the procedures provided in Part 5.3 above.

## **6. General Information about Whistleblowing and Whistleblower Protection**

### **6.1 General Information about Whistleblowing**

- 6.1.1 Whistleblowing is a specific means by which a Whistleblower can or disclose through established channels, his concerns in respect of Improper Conduct or Detrimental Action.
- 6.1.2 Only genuine concerns of a serious or sensitive nature should be reported under the whistleblowing procedures as stipulated in this Policy. This Policy does not apply to grievances concerning an individual's terms of employment which shall be dealt with directly with the Human Resources and Administration Department. The Complaint or shall not be made for personal gain. A Complaint can be made even if the Whistleblower is not able to identify a particular person to which the Improper Conduct relates.
- 6.1.3 All Confidential Information in respect of the Whistleblower obtained in connection with the Complaint or and the ensuing investigation will not be disclosed to any third party without the prior consent of the Whistleblower, save to the extent permitted by law or required for purposes of making a to the relevant authorities.
- 6.1.4 Pursuant to the Whistleblower Protection Act 2010, no action will be taken against the Whistleblower making a Complaint or in good faith, including:-
- (a) Dismissing or threatening to dismiss the Whistleblower;
  - (b) Taking disciplinary actions, suspending, or threatening to discipline or suspend the Whistleblower;
  - (c) Subjecting the Whistleblower to any form of harassment or abuse;
  - (d) Imposing any penalty, directly or indirectly, on the Whistleblower; or

- (e) Discharging, demoting, suspending, threatening, harassing or in any manner discriminating against the Whistleblower.

However, if the Complaint is made with malicious intent or in bad faith by the Whistleblower, this will be viewed seriously by PMP Group and will be treated as a misconduct which may subject the Whistleblower to disciplinary action which may include dismissal in accordance with PMP Group's rules, policies and procedures. Likewise, appropriate and serious actions will be taken against Agents, Services Providers and Business Partners found making complaints with malicious intent or in bad faith.

- 6.1.5 A person against whom a Complaint is made shall not commit, threaten to commit and/or incite any person to commit / threaten to commit any Improper Conduct or Detrimental Action against the Whistleblower.
- 6.1.6 The protection accorded to a Whistleblower is not limited or affected in the event that a Complaint or made by the Whistleblower in good faith does not lead to any corrective action taken against the person(s) against whom the Complaint or has been made.
- 6.1.7 Remedies to the Whistleblower or any employee(s) affected by Detrimental Action (if any) may include :-
  - (a) Reinstatement of the Whistleblower or the employee(s) to the same position or to an equivalent position;
  - (b) Compensation for lost wages, remuneration or any other benefits; and/or
  - (c) Any other remedy deemed appropriate by the WBC.

**REPORT OF DETRIMENTAL ACTION TO EMPLOYEE**

“Detrimental Action” means any reprisal action against a Whistleblower which shall include action causing injury, loss or damage; intimidation or harassment; interference with the lawful employment or livelihood of the Whistleblower, including discrimination, discharge, demotion, suspension, disadvantage, termination, adverse treatment in relation to the Whistleblower’s employment or the taking of disciplinary action; and a threat to take any of the above actions.

<b>A PARTICULARS OF WHISTLEBLOWER</b>		
1. Name & NRIC No.:		
2. Department, Position & Employee No.:		
3. Correspondence Address:		
4. Telephone No.:	H/P:	Office:
5. Email Address (if any):		
<b>B PARTICULARS OF THE COMPLAINT</b>		
1. Name of the person committing the Detrimental Action:		
2. Position (if known):		
3. Relationship between Whistleblower and the person complained of:		
4. Particulars of Detrimental Action:		
Date:	Time:	Place:
Particulars:		
5. Have you previously made a complaint of the Improper Conduct or of Detrimental Action to any internal or external parties or the authorities? <input type="checkbox"/> YES <input type="checkbox"/> NO		
If YES, please state:		
(i) Compliant/ File reference no.:		
(ii) Particulars of other third party(ies):		
Name of person receiving the Complaint:		
Department and Position (if applicable):		
Date of Complaint:		
(iii) Status of Complaint:		

## C DECLARATION

- I hereby declare that all information provided in this Form is true and accurate.
- I fully understand that by signing this Form, I will be entitled to whistleblower protection from the PMP Group as set out in the PMP Group's Whistleblower Policy.
- I fully understand that in the event I made this of Detrimental Action maliciously or in bad faith, the whistleblower protection contained in the Whistleblower Policy will no longer be applicable to me and I may be subject to disciplinary proceedings by the PMP Group.

**Signature:**

**Name:**

**Date:**

### Notes:

- Please attach supporting documents, if any.
- Please use a separate sheet if the spaces provided are not sufficient.
- Please submit the completed form in SEALED envelope and marked "PRIVATE AND CONFIDENTIAL" on the right hand corner of the sealed envelope.
- Please address the envelope to the following addressee:-

The Secretariat of the Whistleblower Committee  
16<sup>th</sup> Floor Wisma Genting  
Jalan Sultan Ismail  
50250 Kuala Lumpur

OR

Email all Complaints and scanned supporting documents to:

[governance@damacai.com.my](mailto:governance@damacai.com.my)

### For Secretariat's Use

File Reference No : \_\_\_\_\_

Received by : \_\_\_\_\_

Date : \_\_\_\_\_

