



DYNACIATE GROUP BERHAD

Registration No. 200601012544 (732294-W)

WHISTLEBLOWING POLICY

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1. BACKGROUND

Dynaciate Group Berhad (“DGB” or “Company”) places high value on the level of trust and integrity expected of its employees within its group of companies (“Group”) and that from its contractors, consultants and any other individuals or organization who have dealings with the Group. It encourages and enables employees and others to raise legitimate concerns to be investigated and addressed within the Group prior to seeking resolution outside the Group. In line with this, the Group has adopted the Whistleblowing Policy (“Policy”) that outlines the Group’s commitment to ensure that employees and other stakeholders are able to raise genuine concerns that an improper conduct (as defined below) has occurred without being subject to victimization, harassment or discriminatory treatment, and to have such concerns properly investigated.

This Policy sets out the mechanism and framework by which employees, contractors, consultants and any other individuals or organization who have dealings with the Group can confidently voice concerns / complaints in a responsible manner without fear of discriminatory treatment.

The key provisions in this Policy have been aligned with the Whistleblower Protection Act 2010, Companies Act 2016, Malaysian Anti-Corruption Commission Act 2009 and all applicable laws and regulations in Malaysia. This Policy shall be read together with the Group’s Code of Conduct & Ethics and Anti-Bribery and Corruption Policy.

2. DEFINITION

“**External Party**” means a person who has business relationship with the Group, including customers, suppliers, contractors, agents and applicants for employment, and the general public, collectively referred to as “External Party(ies)”.

“**Improper Conduct**” is any conduct which if proven, constitutes a disciplinary offence or a criminal offence and includes but not limited to the following;

- (a) Criminal offence or unlawful act such as fraud, theft, embezzlement and blackmail;
- (b) Bribery and corruption practices;
- (c) Forgery or alteration of any document or account belonging to companies within the Group;
- (d) Forgery or alteration of a cheque, bank draft, or any other financial document;
- (e) Misappropriation of company’s funds, securities, supplies, or other assets;
- (f) Impropriety in the handling or reporting of money or financial transactions;
- (g) Profiteering as a result of insider knowledge of the Group’s activities;
- (h) Any conduct which is an offence or a breach of law;
- (i) Financial malpractice;
- (j) Breach of the Group’s Code of Conduct & Ethics, policies and guidelines;

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- (k) Improprieties of tender and procurement activities;
- (l) Abuse of power and position for personal gain;
- (m) Any act that poses danger to health and safety;
- (n) Any act that causes damage to environment; and
- (o) Concealment of any of the above.

The list of Improper Conduct under this section is not exhaustive and shall include any other act or omission, which if proven, will constitute an act of misconduct pursuant to the Group's Code of Conduct & Ethics and/or a criminal offence under the relevant law in force.

"IO" means Investigating Officer appointed to carry out investigation on the complaint or disclosure by the Whistleblower;

"Whistleblowing" means when an employee or External Party raises a genuine concern about a dangerous or illegal activity or Improper Conduct that he / she is aware of through his / her work dealings.

"Whistleblower" may refer to the employee or External Party who discloses or reports the Improper Conduct.

3. SCOPE

- 3.1 The Policy applies to the Group. All employees (whether permanent, contract, part-time or casual), directors, and External Party with or without business relationship with the Group are encouraged to report genuine concerns in relation to Improper Conduct in the Group.
- 3.2 This Policy does not however, cover any issues, complaints or concerns in relation to:
 - (a) matters which are trivial or frivolous in nature;
 - (b) matters which are motivated by malice;
 - (c) matters pending or determined through the Company's disciplinary proceedings; and
 - (d) matters pending or determined through any tribunal or authority or court, arbitration or other similar proceedings.
- 3.3 If an employee is unsure whether a particular act or omission constitutes an Improper Conduct under this Policy, he or she is encouraged to seek advice or guidance from immediate superior or Head of Department, or the Head of the Human Resource Department.

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4. REPORTING PROCEDURES

4.1 A Whistleblower shall come forward with any information or document(s) that he or she, in good faith, genuinely believes in and discloses an Improper Conduct, which is likely to happen, is being committed or has been committed.

4.2 Procedure to be followed for reporting Improper Conduct are as follow:-

- (a) In order for the Company to investigate the Improper Conduct, the Whistleblower is to provide the following particulars in the report:
 - (i) particulars of Whistleblower such as name, NRIC No., designation and contact particulars (email, telephone or mobile number and/or address);
 - (ii) details and description of the Improper Conduct, including, its nature, the date, time, and place of its occurrence and the identity of the alleged person(s) involved. A disclosure may be made even if Whistleblower is not able to identify the identity of the person(s) involved; and
 - (iii) particulars of witnesses and/or production of documentary evidence, if any.
- (b) Disclosures in relation to Improper Conduct is to be reported to the Chairman of Audit Committee via email: whistleblowing@dynaciategroup.com.my.
- (c) For employment related matters, the disclosures can be made to the Managing Director by the employee whereby Clauses 5 and 6 shall be applicable to the extent of its relevancy.
- (d) Disclosures must be in writing and email to the above email address together with the documentary evidence. Alternatively, the disclosures can be forwarded in a sealed envelope to the Company's registered address labelling with a legend such as "To be opened by the Chairman of Audit Committee only".

5. CONFIDENTIALITY & PROTECTION

5.1 Every effort will be made to treat the Whistleblower's identity with appropriate regard to confidentiality. The identity of the Whistleblower will be protected at all times unless disclosure is required by law, for purposes of any proceedings by or against the the Group or for purpose of investigation.

5.2 An employee who turned Whistleblower will be protected from any reprisal or any form of retaliation within the Group as a direct consequence of the disclosure. ("Reprisal" shall mean disciplinary measures, demotion, suspension or termination of employment or service).

5.3 Protection under Clause 5.1 and 5.2 above will be accorded to the Whistleblower only when the Whistleblower satisfies all the following conditions:

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- (a) The disclosure is done in good faith;
- (b) The Whistleblower genuinely believes that the information and any allegations disclosed are true;
- (c) The Whistleblower has not communicated the disclosure to any other party not related to the disclosure; and
- (d) The disclosure made is not for personal gain or interest.

5.4 DGB may revoke the protection accorded to a Whistleblower under the following circumstances, amongst others:-

- (a) the Whistleblower participated in the Improper Conduct;
- (b) the Whistleblower willfully discloses a false statement;
- (c) the disclosure is made with malicious intent;
- (d) the disclosure is frivolous or vexatious; or
- (e) the disclosure is made solely or substantially with the motive of avoiding dismissal or other disciplinary action.

5.5 DGB will not entertain any anonymous disclosure. The person who wishes to whistle blow any Improper Conduct within the Group is required to disclose his or her name, identity number and contact number. Nonetheless, these identity details will be kept confidential to accord protection to the Whistleblower. However, DGB reserves its right to investigate into any anonymous disclosure.

5.6 DGB views seriously any false, malicious or defamatory allegation. DGB shall reserve its right to subject the Whistleblower who made false, malicious or defamatory allegation to disciplinary and/or legal action.

6. INVESTIGATION

6.1 To facilitate due and fair investigation process, any person who discovers or suspects any Improper Conduct within the Group, should not attempt to conduct investigations personally or interrogate any suspect.

6.2 The Internal Auditor shall be the named IO unless the Chairman of Audit Committee assigns/appoints another IO. The IO must be impartial and independent of all parties concerned. The Investigator is required to report all relevant findings, the status of all pending and on-going investigations, and any action taken or to be taken as a result of the investigations, to the Chairman of Audit Committee.

6.3 In instances where the IO is appointed from within the Group, the IO must be an employee of a Designation and/or Grade higher than the employee(s) implicated in the Improper Conduct.

6.4 The IO may conduct interviews with any relevant witnesses and shall use his best endeavors to gather all data and materials relevant to the Improper Conduct disclosed. The IO shall have absolute discretion to allow any assistance to the witness during the interview, subject to a request made by the witness.

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- 6.5 At the conclusion of the investigation, the IO will submit an Investigation Report (“IR”) of the findings to the Chairman of Audit Committee.
- 6.6 Whenever practicable, the IO may include in the IR the following:
- (a) the steps or recommendations that need to be taken by the Group to prevent the Improper Conduct from continuing or re-occurring in future; and,
 - (b) any further action to be taken by the Group in respect of the Improper Conduct. The further action includes initiating disciplinary proceedings, and referring the matter to the appropriate external authority.
- 6.7 In the event the Chairman of Audit Committee is satisfied that based on the findings and recommendations made in the IR, an Improper Conduct has been committed that may be a violation of the Group’s Code of Conduct & Ethics or the Employee Handbook, the matter shall be referred to the Head of Human Resource Department or the Managing Director in accordance with the applicable procedures for Group conduct and the administration of discipline.
- 6.8 The Head of Human Resource Department shall inform the Chairman of Audit Committee of the status of any further action taken. Where necessary, If the IO conclude that a crime has probably been committed, the results of the investigation shall be reported to the police or other appropriate law enforcement agency.

7. DOCUMENT HISTORY

7.1 Document history is as tabulated:

Version	Date of Board Approval	Implementation Date	Description
1.	26 April 2018	26 April 2018	1 st version of the Policy
2.	30 March 2020	30 March 2020	2 nd version of the Policy

8. REVIEW OF POLICY

The Board and senior management of the Company will review the Policy from time to time when deem necessary and communicate the new changes to all levels of officers.

The Policy shall be made available on the Company’s website.