

Whistleblower Policy

Overview

In line with good corporate governance practices, the Board and Management of Central Global Berhad and its group of Companies (the “CGB” or the “Group”) encourage its employees and related stakeholders such as shareholders, customers and suppliers to report suspected and/or known misconduct, wrongdoings, corruption and instances of fraud, waste and abuse involving the resources of the Company.

Purpose

Whistleblowing is a form of disclosure. It involves a person, i.e. the whistleblower raising serious concerns at an early stage about risks of wrongful activities or reporting a wrongdoing.

Whistleblower Policy aims to promote a workplace conducive to open communication regarding the Company’s business practices and encourage whistleblower to be confident in raising serious genuine concerns and to question and act on those concerns. This Policy provides an alternative route for stakeholders of the Group to raise concerns on wrongful activities or wrongdoings.

All Directors and employees of the Group are required to comply with the Malaysian Anti-Corruption Commission Act 2009. Section 25(1) of the Malaysian Anti-Corruption Commission Act 2009 states that: “Any person to whom any gratification is given, promised or offered, in contravention of any provision of this Act shall report such gift, promise or offer together with the name, if known, of the person who gave, promised or offered such gratification to him to the nearest officer of the Commission or police officer”.

All employees and related stakeholders of the Group play an important part in maintaining the highest level of corporate ethics within the Group, and have a professional responsibility to disclose any known malpractices or wrongdoings. The Structure adopted by the Group establishes a clear line of communication and reporting of Disclosures for employees and related stakeholders at all levels, and provides alternative lines of communication depending on the person(s) who is/are the subject of such Disclosure.

The objectives of establishing this Policy are as follows:

- Encourage whistleblower to be confident in raising serious genuine concerns and to question and act on those concerns;
- Facilitates early disclosure in a responsible manner by establishing procedures for stakeholders to raise genuine concerns or allegations through an appropriate channel upon discovery of possible wrongdoing(s);
- Addresses disclosure in an appropriate and timely manner. Disclosed matters may be prioritised according to the nature or seriousness of the alleged wrongdoing(s) or reported risk(s) and the magnitude of the impact;
- Protects identity of whistleblower upon receipt of report on a confidential and anonymous basis; and
- Treats both whistleblower and alleged wrongdoer fairly. Status of disclosure shall be informed to the whistleblower while alleged wrongdoer will be informed of the allegations at an appropriate time and be given opportunity to answer the allegations. Identities and personal information of the whistleblower and alleged wrongdoer will only be revealed to persons involved in investigations on a “need-to-know” basis only.

Scope

This Policy applies to all individuals and companies within the Group at all levels and grades. It includes Directors, Senior Management, managers, employees and all individual working at all levels and grades

(collectively the “Employees”) and any third parties associated. The term ‘employee’ includes any person who is employed full time, on probation, contractually or temporarily by the Group.

In this Policy, the associated third parties shall refer to any individual or organisation that an associate may come into contact during the course of his/ her engagement with the Group, which may include but not limited to suppliers, contractors, agents, consultants, outsourced personnel, distributors, advisers, government and public bodies including their advisors, representatives and officials.

Reporting Procedures

Who can report

The Whistleblower Policy applies to all individuals and companies of the Group and is designed to enable them to raise genuine concerns internally at a high level, and to disclose information which he reasonably believes shows malpractice or impropriety.

Any of the following persons can make a report:

- Stakeholders of the Group, including employees employed full time, on probation, contractually or temporarily by the Group;
- People performing services for the Group, including contractors and service provider; and
- Members of the public who are natural persons, not being incorporated or unincorporated bodies.

What to report

The Whistleblower Policy is intended to cover matters which are of public concern and may at least initially be investigated separately, but may then lead to the invocation of other internal procedures, for example disciplinary proceedings. These matters may include, but are not necessarily limited to the following areas:

1. Financial malpractice, impropriety or fraud, corruption, bribery, acceptance of favour and blackmail;
2. Failure to comply with laws or regulations;
3. Dangers to health & safety or the environment;
4. Criminal activity;
5. Improper or unethical conduct or behavior;
6. Non-compliance with Group or Group Company policies and procedures;
7. Sexual harassment;
8. Misuse of the Company’s funds or assets;
9. An act of conflict of interest with suppliers, vendors or contractors;
10. Falsification or destruction of business or financial records, or misrepresentation or suppression of financial statements;
11. Abuse of power by an officer of the Company;
12. Knowingly directing or advising a person to commit any of the above wrongdoings; or
13. Attempts to cover-up any of the above matters.

When to report

A whistleblower should come forward with any information or document that he/ she, in good faith, reasonably believes and discloses a wrongdoing, which is likely to happen, is being committed or has been committed.

The whistleblower needs to demonstrate that he/ she has reasonable grounds for the concerns. However, he/ she is not expected to first obtain substantial evidence of proof beyond reasonable doubt when making a disclosure. If he/ she knows as a matter of fact that there are serious risks that a wrongdoing is going to take place, such genuine concerns should be raised at that early stage.

Disclosure by the whistleblower as soon as possible of coming upon such information or document. Delaying the disclosure may be detrimental to the whistleblower as well as any investigation and makes it harder for the Group to address and resolve the concerns.

How to report

All disclosure made should contain the following information:

- a) Details of the person(s) involved including Whistle Blower;
- b) Details and reasons of the allegation
- c) Location and date/ time the alleged misconduct took place;
- d) Any supporting evidence (if available); and
- e) Other relevant information.

Whistleblowers can make the disclosures in writing, by telephone or e-mail address. Prescribed form in **Appendix I** should be filled and forwarded it to the Disclosure/ Compliance Officer as follows:-

Phone : 017 479 8311 (Mr. Ng Seng Bee)
E-mail : ngsbee@gmail.com

Phone : 017 434 4088 (Mr. Kew Sy Leng)
E-mail : slkew@cicb.com.my

The disclosure may be made orally provided that the authorized officer, upon receiving the disclosure made orally shall as soon as it is practicable, reduce it into writing.

Emails to the above address will also be automatically directed to the Executive Directors.

As far as reasonably practicable, Disclosures should be made privately and/or in person to the Disclosure Officer. Whistleblowers may choose to remain anonymous as the company has put in safeguards to protect the identity of the Discloser.

Treatment of reports and investigation

All reports received from whistleblowers will be taken seriously and addressed promptly, discreetly, thoroughly and professionally. Should the person desire that his/her identity be kept confidential, his/her desire would be respected. Discussions and documentation regarding reports will be kept in strict confidence to the extent appropriate. The recipient of the report will communicate to the whistleblower the steps taken to address the report and the results of any action initiated.

Confidentiality

The Group recognises that some individuals may wish to raise a concern in confidence under this Policy. The Group shall maintain the confidentiality of the person making the complaint to the fullest extent and reasonably practicable within the legitimate needs of law, and any ensuing evaluation or investigation. The identity of a whistleblower will not be disclosed without his/ her prior consent. Unauthorised disclosure of whistleblower's information or the identity of a whistleblower by an employee may constitute misconduct for which, if established, disciplinary measures will be imposed.

Protection of Whistleblower

Whistleblower will be accorded with protection under the policy provided that the disclosure is made in good faith. Such protection is accorded even if the investigation later reveals that the whistleblower is mistaken as to the facts as well as the rules and procedures involved.

This Policy provides assurance that if retaliation happens to an employee or external party, he / she must report to the Whistleblowing channels by substantiating the claim with factual information or documentation. If the act of retaliation is committed by an employee of the Group, the management will institute the necessary disciplinary action. However, if the act of retaliation is committed by an external party and if it's proven, the Group may take action to hold the external party accountable including instituting civil and / or criminal actions against him / her in the court of law.

Date: August 2020

Appendix I: Whistleblowing Reporting Form

PART A To be completed by individual raising a concern			
1.	Details of Whistleblower		
	Name:		
	Contact no.:		
	Email:		
2.	Issue Raised:		
	Nature of the Concerns:		
	Background, Date and History of the Concerns:		
	Identity of the Person Engaged in Improper Conduct:		
	Reasons for the Concerns:		
	Details of Evidence and Witnesses:		
	Whether Action Has Already Been Taken and By Whom:		
	Whether Whistle Blower Has Any Personal Interest in the Matter Reported:		
	<table border="0"> <tr> <td>Submitted by: Name: Date: Time:</td> <td>Received by: Name: Date: Time:</td> </tr> </table>	Submitted by: Name: Date: Time:	Received by: Name: Date: Time:
Submitted by: Name: Date: Time:	Received by: Name: Date: Time:		
PART B To be completed by Investigator/Investigating Officer/Disclosure/Compliance Officer			
3.	Additional information		
4.	Investigation of Concern / Steps Taken to Address the Concern		
5.	Findings		
6.	Recommendations		
7.	Preventive Measures to be Taken		
	Prepared by: Name: Date: Time:		