

POH HUAT RESOURCES HOLDINGS BERHAD WHISTLEBLOWING POLICIES AND PROCEDURES

1. INTRODUCTION

- 1.1 Poh Huat Resources Holdings Berhad (“The Company”) and its subsidiaries (collective the “Group”) are committed to the highest standards of openness, probity and accountability. An important aspect of accountability, transparency and good corporate governance is a mechanism to enable directors, employees and external parties of the Group to voice concerns in a responsible and effective manner. It is a fundamental term of every contract of employment that an employee will faithfully serve his or her employer and not disclose confidential information about the employer’s affairs. Nevertheless, where an individual discovers information which they believe shows serious malpractice or wrongdoing within the organisation, then this information should be disclosed internally without fear of reprisal, and there should be arrangements to enable this to be done independently of line management (although in relatively minor instances the line manager would be the appropriate person to be told).
- 1.2 It should be emphasised that this policy is intended to assist individuals who believe they have discovered malpractice or impropriety. It is not designed to question financial or business decisions taken by the Group nor should it be used to reconsider any matters which have already been addressed under harassment, complaint, disciplinary or other procedures. With the “whistleblowing” procedures in place, it is reasonable to expect directors and employees to use them rather than air their complaints outside the Group.
- 1.3 The Company has endorsed the provisions set out below so as to ensure that no director, employee or third party of the Group should feel at a disadvantage in raising legitimate concerns.

2. SCOPE OF POLICY

- 2.1 This policy is designed to enable directors, employees and external parties of the Group (collectively known as whistleblower) to raise concerns at a high level and to disclose information which the individual believes shows malpractice or impropriety. This policy is intended to cover concerns which are in the public interest and may at least initially be investigated separately but might then lead to the invocation of other procedures including disciplinary, legal and/or criminal actions.
- 2.2 These concerns could include:-
 - Breach of trust, financial malpractice or impropriety or fraud;
 - Corruption or bribery related matters, including suspected or real corruption incidents, or inadequacies in the Group’s anti-corruption programme;
 - Conflict of interest;
 - Failure to comply with applicable laws, legal regulations and obligations;
 - Dangers to health & safety or the environment;
 - Criminal activity;
 - Improper conduct or unethical behaviour; and
 - Attempts to conceal any of these.

3. SAFEGUARDS

3.1 Protection

This policy is designed to offer protection to the whistleblower who disclose such concerns, provided the disclosure is made:

- in good faith; and
- in the reasonable belief of the individual making the disclosure that it tends to show malpractice or impropriety.

The whistleblower will be protected from retaliation within the Group as a direct consequence of the making of the disclosure. A retaliation action may take various forms including disciplinary actions, termination, demotion, negative evaluation, loss of remuneration, personal threats, harassments, etc.

The Company treats such retaliation, where proven, as a gross misconduct and such cases shall be reported to the Independent Directors via and in accordance with this Policy. However, it is important to note that no protection from internal disciplinary procedures is offered to those who choose not to use the procedure.

3.2 Confidentiality

The Group will treat all such disclosures in a confidential and sensitive manner. The identity of the individual making the allegation may be kept confidential so long as it does not hinder or frustrate any investigation. However, the investigation process may reveal the source of the information and the individual making the disclosure may need to provide a statement as part of the evidence required.

3.3 Anonymous Allegations

This policy encourages individuals to put their name to any disclosures they make. Concerns expressed anonymously are much less credible, but they may be considered at the discretion of the Group.

In exercising this discretion, the factors to be taken into account will include:

- The seriousness of the issues raised;
- The credibility of the concern; and
- The likelihood of confirming the allegation from attributable sources.

3.4 Untrue Allegations

If an individual makes an allegation in good faith, which is not confirmed by subsequent investigation, no action will be taken against that individual. In making a disclosure the individual should exercise due care to ensure the accuracy of the information. If, however, an individual makes malicious or vexatious allegations, and particularly if he or she persists with making them, disciplinary action may be taken against that individual. Extreme cases of malicious or wild allegations could give rise to legal action on the part of the persons complained about.

4 PROCEDURES FOR MAKING A DISCLOSURE

- 4.1 All disclosure shall be made to the Chief Executive, unless the disclosure is against an Executive Director or the Chief Executive. In such cases, the disclosure may be made directly to the Chairman of the Company.

Complaints of malpractice will be investigated by the appropriate investigating officer appointed by the Chief Executive or the Chairman, whoever received the complaint. The appointed investigating officer shall follow the investigating procedures set out in Section 6 below.

The Chairman has the right to refer the complaint back to management if he/ she feels that the management can more appropriately investigate the complaint without any conflict of interest.

- 4.2 If there is evidence of criminal activity, the investigating officer should, upon consultation with the Chief Executive or the Chairman, take the necessary action, which may include informing relevant authorities, such as the police or the Malaysian Anti-Corruption Commission (“MACC”). The Group will ensure that any internal investigation does not hinder a formal investigation by the relevant authorities.

5 TIME SCALES

- 5.1 Due to the varied nature of these sorts of complaints, which may involve internal investigators and/or the relevant authorities, it is not possible to lay down precise timescales for such investigations. The investigating officer should ensure that the investigations are undertaken as quickly as possible without affecting the quality and depth of those investigations.

- 5.2 The investigating officer, should as soon as practically possible, send a written acknowledgement of the concern to the whistleblower and thereafter report back to them in writing the outcome of the investigation and on the action that is proposed. If the investigation is a prolonged one, the investigating officer should keep the whistleblower informed, in writing, as to the progress of the investigation and as to when it is likely to be concluded.

- 5.3 All responses to the whistleblower should direct to designated persons below :

Name : Mr. Lee Ah Too

Contact no.: 06-9859688

Email address: clboo@pohhuat.com

6 INVESTIGATING PROCEDURES

6.1 The investigating officer should follow these steps:

- Full details and clarifications of the complaint should be obtained;
- The investigating officer should inform the individual against whom the complaint is made as soon as is practically possible. The individual will be informed of their right to be accompanied by a trade union or other representative at any future interview or hearing held under the provision of these procedures;
- The investigating officer should consider the involvement of the Company internal or external auditors and the relevant authorities at this stage and should consult the Chairman or the Chief Executive;
- The allegations should be fully investigated by the investigating officer with the assistance where appropriate, of other individuals/ bodies;
- A judgement concerning the complaint and validity of the complaint will be made by the investigating officer. This judgement will be detailed in a written report containing the findings of the investigations and reasons for the judgement. The report will be passed to the Chief Executive or Chairman as appropriate;
- The Chief Executive or Chairman will decide what action to take. If the complaint is shown to be justified, then they will invoke the disciplinary or other appropriate Company procedures;
- The whistleblower should be kept informed of the progress of the investigations and, if appropriate, of the final outcome; and
- A copy of the outcomes will be passed to the Company auditors to enable a review of the procedures, if appropriate.

6.2 If the whistleblower is not satisfied that their concern is being properly dealt with by the investigating officer, they have the right to raise it in confidence with the Chief Executive or Chairman, or one of the designated persons described above.

6.3 If the investigation finds the allegations unsubstantiated and all internal procedures have been exhausted, but the whistleblower is not satisfied with the outcome of the investigation, the Group recognises the lawful rights of the whistleblower to make disclosures to designated persons described above or, where justified, other relevant parties or authorities.

7 APPROVAL

7.1 The whistleblowing policies and procedures were revised and approved by the board on 30 December 2022.