



UWC BERHAD

(Company No. 1274239-A)
(Incorporated in Malaysia)

WHISTLE BLOWING POLICY

 UWC BERHAD (Company No. 1274239-A)	Department: All	Policy no : UWC-POL-FIN-023
		Implemented Date : 24th November 2018
Title: Whistle Blowing Policy		

1.0 INTRODUCTION AND PURPOSE

- 1.1 All UWC employees are encouraged to raise genuine concerns about any possible improprieties pertaining to financial reporting, compliance, malpractices and unethical business conduct within UWC at the earliest possible time and in an appropriate way.

This Policy aims to instill confidence on and assure our employees that they will be protected from possible reprisals or victimization that if they raise concerns in good faith, and believing them to be true.

2.0 SCOPE AND GENERAL PRINCIPLES

- 2.1 The scope of matters covered by this Policy not only relates to concerns and complaints regarding financial matters but also the following (not exhaustive):

- a) financial malpractice, impropriety or fraud;
- b) corruption, bribery or blackmail;
- c) failure to comply with laws or regulations or group/company policies and procedures;
- d) criminal offences and miscarriage of justice;
- e) endangerment of an individual's health and safety;
- f) falsification or destruction of business or financial records, or misrepresentation or suppression of financial information; or
- g) concealment of any or a combination of the above.

- 2.2 The general principles underpinning this Policy are as follows:

- a) all concerns raised will be treated fairly and properly.
- b) the Board will not tolerate harassment or victimization of anyone raising a genuine concern.
- c) the Board will ensure no Whistle Blower will be at risk of suffering some form of reprisal as a result of raising a concern even if he is mistaken. The Board, however, does not extend this assurance to someone who maliciously raises a matter he knows is untrue or is acting for personal gain.

Prepared By: Matin Ng	Revision: 1	Page No: 1 of 5
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 UWC BERHAD (Company No. 1274239-A)	Department: All	Policy no : UWC-POL-FIN-023
		Implemented Date : 24th November 2018
Title: Whistle Blowing Policy		

- d) the submission of a false or frivolous report may have consequences for Whistle Blower and he may be liable for damages towards anyone who suffered from such false report. However, in the event that a complaint made in good faith is subsequently found to be untrue, no action would be initiated against the Whistle Blower.
- e) the act of whistle blowing should not shield Whistle Blower from the reasonable consequences flowing from any involvement in improper conduct. The Whistle Blower's liability for his own conduct is not affected by his disclosure of that conduct. However, in some circumstances, an admission may be a mitigating factor when considering disciplinary or other action.

3.0 WHISTLE BLOWING PROCEDURES

3.1 If any employee believes reasonably and in good faith that suspected incident of improper conduct or malpractice exists within the Group, the employee should report this immediately to his immediate superior or management in writing and specifying:

- a) the Whistle Blower's full name and contact details;
- b) the background, date and history of the concerns;
- c) the reasons for the concerns;
- d) details of witnesses and all factual corroborating evidence as is available;
- e) whether the Whistle Blower has any personal interest in the matter;
- f) whether action has already been taken by anyone.

If the superior initially alerted is not competent to deal with the complaint, he should escalate, in strictest confidence, the relevant information and documents to higher management and inform the Whistle Blower accordingly.

3.2 The management who receives the complaint shall maintain all complaints received, tracking their receipt, investigation and resolution. Each report shall be screened to assess its reliability and whether there is sufficient information to warrant an investigation.

Prepared By: Matin Ng	Revision: 1	Page No: 2 of 5
-----------------------	-------------	-----------------

 UWC BERHAD (Company No. 1274239-A)	Department: All	Policy no : UWC-POL-FIN-023
		Implemented Date : 24th November 2018
Title: Whistle Blowing Policy		

3.3 The management may decide not to investigate a complaint if in its opinion the complaint:

- a) Is trivial; or
- b) Is frivolous or vexatious; or
- c) if the Whistle Blower has had knowledge for more than 12 months of the disclosed matter and failed to give a satisfactory explanation for the delay in making the disclosure.

Should the management determine that a Whistle Blower's report warrants an investigation, he or such other officer as may be identified will conduct an investigation with complete independence and confidentiality, in the shortest possible time given the resources are available.

3.4 The following principles shall be applied during investigations:

- a) confidentiality of information and communications must be maintained.
- b) issues must be addressed promptly.
- c) the investigation must locate and assess all evidence that either substantiates or refutes the complaint.
- d) decisions should be made only on the basis of relevant evidence that is available.
- e) all actions and the conduct of the investigation must be unbiased and must not draw conclusions until all the evidence has been collated and reviewed.
- f) individuals who are suspected of having been involved with improper conduct should be informed of the issue as soon as practicable and be given the opportunity to provide explanations, details and responses to any allegations.

3.5 The Whistle Blower will be informed of who is handling the matter, how he can make contact with the investigator and whether there is any further assistance required. The Whistle Blower will receive update on the progress of the investigation and its outcome, unless this would be detrimental to the Whistle Blower or the investigation, or unless there are other reasons not to inform the Whistle Blower (such as the infringement of a duty of confidentiality owed by the Group to another party).

 UWC BERHAD (Company No. 1274239-A)	Department: All	Policy no : UWC-POL-FIN-023
		Implemented Date : 24th November 2018
Title: Whistle Blowing Policy		

3.6 The investigator will be responsible for safeguarding all information received from a Whistle Blower. The knowing unauthorised disclosure of Whistle Blower's information or the identity of a Whistle Blower by any employee may constitute misconduct for which, if established, disciplinary measures may be imposed.

3.7 The person who is being investigated by the Company shall:

- a) be informed as to the substance of the allegations at the outset of an investigation;
- b) be given the opportunity to respond to the allegations or material points of evidence contained in the investigation report, unless there are compelling reasons to the contrary;
- c) be informed as to the substance of any adverse comment that may be included in any report arising from the investigation;
- d) have his defence set out fairly in any report; and
- e) be informed of the outcome of the investigation.

3.8 The Whistle Blower may make a report to the Audit Committee directly if:

- a) the above channels have been followed and the Whistle Blower still has concerns;
- b) no action has been taken by the person initially alerted and all alternatives for internal consultation have been exhausted; or
- c) the use of the above reporting procedures is not appropriate in view of the circumstances or nature of the incidents (for instance, if there is a conflict of interest or a risk of reprisals, the intended recipient of the complaint is personally implicated in the incidents to be reported).

3.9 The Audit Committee may appoint an independent (internal or external) investigative officers at the expense of the Company to investigate and report to the Audit committee:

- a. The allegation:
- b. All documents, statements or other exhibits received, and where any evidence has been rejected as being unreliable, the reasons for this opinion being formed;
- c. The conclusions reached and the basis for them;
- d. Any recommendations arising from the investigation; and

Prepared By: Matin Ng	Revision: 1	Page No: 4 of 5
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 UWC BERHAD (Company No. 1274239-A)	Department: All	Policy no : UWC-POL-FIN-023
		Implemented Date : 24th November 2018
Title: Whistle Blowing Policy		

e. Steps that need to be taken by the Group to prevent a recurrence in the future.

- 3.10 It should be noted that cases relating to suspected criminal activity, including but not limited to fraud, may be referred to the police at any stage of the investigation and will then be investigated by an external investigator.
- 3.11 All employees, directors and officers must fully co-operate with any investigation initiated under this Policy.
- 3.12 All employees, directors and officers must refrain from any activity that is, or could be perceived to be, victimisation or harassment of a Whistle Blower making a complaint in good faith. Any effort to retaliate against such Whistle Blower will be reported immediately to the Audit Committee and appropriate disciplinary action taken.
- 3.13 Any attempt to cover up wrongdoing is a disciplinary offence. If the Whistle Blower is told not to raise or pursue a complaint, even by a person in authority, he should report the matter to the Audit Committee.
- 3.14 Upon completion of an investigation, all documentation pertaining to the complaint including but not restricted to the investigation report, corrective action taken and evidence shall be maintained by the Human Resource Department.

4.0 CONFIDENTIALITY

- 4.1 All complaints received will be kept confidential and will be shared only on a 'need to know' basis.
- 4.2 The identity of a Whistle Blower will not be disclosed without his prior consent. Where concerns cannot be resolved without revealing the identity of the Whistle Blower (i.e. if the evidence is required in court), a dialogue will be carried out with the Whistle Blower as to whether and how the matter can be pursued.