



Plantations

BOUSTEAD PLANTATIONS BERHAD^{1245-M}

(A member of Boustead Group)

WHISTLEBLOWING POLICY

NOVEMBER 2020

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1.0 INTRODUCTION

- 1.1 BPLANT is committed towards ensuring the highest standards of integrity, accountability and professionalism in the conduct of its businesses to protect and preserve BPLANT's interests and reputation. This is consistent with Boustead Group's core values of RESPECT, INTEGRITY, TEAMWORK and EXCELLENCE.
- 1.2 This Whistleblowing Policy (*hereafter referred to as this policy*) is established to facilitate the disclosure of improper conduct occurring within BPLANT.
- 1.3 This policy is intended to encourage and to provide an avenue for employees to lodge reports of improper conduct that would endanger the safety and health of the employees, business integrity, environmental management, human rights and workplace environment. BPLANT shall pursue to the fullest extent of the law all acts of wrongdoing without facing any adverse consequences such as victimization, recrimination and discrimination.
- 1.4 This policy is not intended as an alternative for any other grievances or complaints procedures (e.g. employment related grievances, concerning terms of employment, performance assessments or other aspects of the working relationship). If the matter is not within the scope of this policy as set out in Para 3.0, it shall be referred to the relevant departments for appropriate actions to be taken.

2.0 PURPOSE

This policy is designed to:

- 2.1 Promote the highest standard of corporate governance and build credibility of BPLANT through enhanced accountability to preserve integrity and withstand public scrutiny.
- 2.2 Set out the framework for the disclosure of any improper conduct related to BPLANT and the related protection for the party making the disclosure.
- 2.3 Provide a safe and confidential avenue for BPLANT employees and other stakeholders to disclose any improper conduct related to BPLANT.
- 2.4 Provide reassurance that whistleblower will be protected from possible reprisals, discrimination or victimisation for the disclosure of any improper conduct made in good faith.

- 2.5 Provide a formal procedure for BPLANT Management to address the disclosure of any improper conduct in an appropriate and timely manner.

3.0 SCOPE

- 3.1 This policy shall be applied to all directors and employees of BPLANT. BPLANT also expects that its business associates, agents and others who performing work or services for or on behalf of BPLANT will comply with this policy in relevant part when performing such work or services.
- 3.2 This policy expects that anyone who becomes aware of any improper conduct related to BPLANT, or suspects it on reasonable grounds, shall make a report under this policy.
- 3.3 This policy shall supplement, and be read in conjunction with BPLANT COEC, letter of undertaking, rules, regulations, policies and procedures, both expressed and implied.
- 3.4 This policy covers any wrongdoing, including, but not limited to:
 - 3.4.1 Unlawful acts;
 - 3.4.2 Breach of BPLANT COEC, Letter of Undertaking, rules, regulations, policies and procedures, both expressed and implied;
 - 3.4.3 Malpractice, impropriety and fraud;
 - 3.4.4 Bribery or embezzlement;
 - 3.4.5 Failure to comply with legal or regulatory obligations;
 - 3.4.6 Failure to comply with health, safety and environment regulations;
 - 3.4.7 Abuse of power or criminal breach of trust;
 - 3.4.8 Improper conduct or unethical behaviour;
 - 3.4.9 Miscarriage of justice;
 - 3.4.10 Sexual harassment: and
 - 3.4.11 Attempts to conceal any of the above.
- 3.5 For matters not covered under para 3.4, it shall be referred to the relevant departments for appropriate action e.g. HRAD.
- 3.6 This policy is aligned to the principles of the Whistleblower Protection Act 2010, where applicable.
- 3.7 This policy shall be reviewed on a periodic basis, or when there are any key changes in the operating procedures, legislative or best practices (in relation to whistleblowing).

4.0 ABBREVIATION & DEFINITION

4.1 Abbreviations

| | |
|----|-----------------|
| AC | Audit Committee |
|----|-----------------|

| | |
|--------|---|
| BHB | Boustead Holdings Berhad |
| BPLANT | Boustead Plantations Berhad Group |
| COEC | Code of Ethics and Conduct |
| CRMU | Compliance and Risk Management Unit |
| DCEO | Deputy Chief Executive Officer |
| GIA | Group Internal Audit of BHB |
| HRAD | Human Resource and Administration Dept. |
| IO | Investigating Officer |
| MACC | Malaysian Anti-Corruption Commission |
| SID | Senior Independent Non-Executive Director |
| WBC | Whistleblowing Committee |
| WBPA | Whistleblower Protection Act 2010 |
| WBRO | Whistleblowing Receiving Officer |

4.2 Definition

| | |
|----------------------|---|
| Agent | any person engaged/contracted to act on behalf of BPLANT. |
| Alleged wrongdoer | the person against whom a whistleblower has made a disclosure of improper conduct. |
| Anonymous disclosure | any disclosure of improper conduct lodged without the identity of the person who made the disclosure. |
| Board | Board of Directors |
| BPLANT | Group of Companies under Boustead Plantations Berhad comprises of: <ol style="list-style-type: none"> 1. Boustead Plantations Berhad 2. Boustead Solandra Sdn. Bhd. 3. Boustead Rimba Nilai Sdn. Bhd. 4. Boustead Telok Sengat Sdn. Bhd. 5. Boustead Eldred Sdn. Bhd. 6. Boustead Emastulin Sdn. Bhd. 7. Boustead Gradient Sdn. Bhd. 8. Boustead Pelita Kanowit Sdn. Bhd. 9. Boustead Pelita Kanowit Oil Mill Sdn. Bhd. 10. Boustead Pelita Tinjar Sdn. Bhd. 11. Boustead Agency and Consultancy Services Sdn. Bhd. 12. Boustead Trunkline Sdn. Bhd. 13. Boustead Estates Agency Sdn. Bhd. |

| | |
|--------------------------------|---|
| | 14. Bounty Crop Sdn. Bhd. 15. Boustead Life Sciences and Research Sdn. Bhd. |
| Business associate | any supplier of services or materials, client, customer, contractor, sub-contractor, consultant, professional advisor, lessor of space or goods, tenant, licensor, licensee or partner of BPLANT. |
| Confidential Information | information about the identity, occupation, residential address, work address or whereabouts of the whistleblower, information disclosed by the whistleblower and information that may cause detriment to any person. |
| Detrimental Action | <ol style="list-style-type: none"> 1. any action causing injury, loss or damage; 2. any intimidation or harassment; 3. any interference with the lawful employment or livelihood of any person, including discrimination, discharge, demotion, suspension, disadvantage, termination or adverse treatment in relation to a person's employment, career, profession, trade or business or the taking of disciplinary action; and 4. any threat to take any of the actions referred to item no. 1 to 3. |
| Disciplinary Offence | any action or omission which constitutes a breach of discipline in BPLANT COEC, policies, circulars or contract of employment, as the case may be. |
| Disclosure of Improper Conduct | any disclosure of information of any acts of wrongdoing, including acts of any form which may adversely affect BPLANT interest and reputation in specified formats. |
| Enforcement Agency | MACC, Royal Malaysian Police, Royal Malaysian Customs, Immigration Department of Malaysia, or Road Transport Department. |
| Improper Conduct | any conduct which if proved, constitutes a disciplinary offence or a criminal offence. |

| | |
|----------------------------------|--|
| Investigating Officer | any authorised personnel appointed to conduct investigation on disclosure of improper conduct. |
| Parties Involved | the person or group of persons who is/are alleged of having committed the act of improper conduct. |
| Secretary of WBC | CRMU shall act as the Secretary of WBC. |
| Whistleblower | any person who makes a disclosure of improper conduct through the whistleblowing channel. |
| Whistleblower Protection | any protection conferred to a whistleblower under this policy. |
| Whistleblowing Committee | the Committee appointed to assess the merit of disclosure of improper conduct received. |
| Whistleblowing Receiving Officer | any authorised personnel appointed to receive any disclosure of improper conduct. |

5.0 PROTECTION TO WHISTLEBLOWER

5.1 A whistleblower shall, upon receipt of the disclosure of improper conduct by WBRO, be conferred with whistleblower protection as follows:

5.1.1 Protection of confidential information; and

5.1.2 Protection against detrimental action i.e. the protection shall be extended to any person related to or associated with the whistleblower.

5.2 A whistleblower protection is not limited or affected in the event that the disclosure of improper conduct does not lead to any disciplinary action of the person against whom the disclosure of improper conduct has been made.

5.3 Protection of Confidential Information

5.3.1 This policy provides the utmost assurance that the BPLANT will protect the confidentiality of identity and information pertaining to any person who makes a report of improper conduct at all times. All reports of wrongdoing and information received shall be treated in confidence to the fullest extent possible to protect the identity of the whistleblower.

- 5.3.2 If any books, documents or papers which are used as evidence in any disciplinary proceedings contain any confidential information of the whistleblower which might lead to his/her discovery, the confidential information shall be concealed from view to protect the identity of the whistleblower.
- 5.3.3 If a situation arises where the whistleblower's identity is necessary to resolve the matter (e.g. in a court proceeding), this matter shall be resolved through consultation with the whistleblower.
- 5.3.4 Any improper conduct and/or matters related thereto shall not be disclosed or discussed with any party in order to avoid damaging the reputation of persons suspected but subsequently found innocent of wrongful conducts, and to protect BPLANT from potential civil liability.

5.4 **Protection Against Detrimental Action**

- 5.4.1 No person shall take detrimental action against a whistleblower or any person related to or associated with the whistleblower in reprisal for a disclosure of improper conduct.
- 5.4.2 A whistleblower who raises his/her concern under this policy shall not be at risk of losing his/her job or suffer any form of retribution as a result provided that:
 - 5.4.2.1 The disclosure is made in good faith;
 - 5.4.2.2 The disclosure is not malicious, frivolous or vexatious.
 - 5.4.2.3 The whistleblower reasonably believes that the information, and any allegations contained in it are substantially true; and
 - 5.4.2.4 The whistleblower is not acting for personal gain.
- 5.4.3 A whistleblower may lodge a complaint to WBC of any detrimental action committed by any person against the whistleblower or any person related to or associated with the whistleblower.
- 5.4.4 Nevertheless, the act of making a report will not in itself protect the whistleblower from the consequences of improper conduct in which they may have been involved or committed.
- 5.4.5 In the event that the whistleblower decide to directly report to enforcement agency, the whistleblower will be protected under

WBPA 2010 and any detrimental action taken against him is an offence subject to penalties under Section 10 of the Act.

5.5 Anonymous Disclosure

5.5.1 Anonymous disclosure is not protected under this policy, but WBC reserves its right to investigate any anonymous disclosure if the disclosure received contains accurate and complete information.

6.0 REVOCATION OF WHISTLEBLOWER PROTECTION

6.1 The whistleblower protection provided under this policy shall be revoked in the following circumstances:

6.1.1 The whistleblower himself has participated in the improper conduct disclosed;

6.1.2 The whistleblower wilfully made a statement which they knew or believed to be false or did not believe to be true;

6.1.3 The disclosure of improper conduct is frivolous or vexatious;

6.1.4 The disclosure of improper conduct primarily involves questioning the merits of BPLANT policies;

6.1.5 The disclosure of improper conduct is made with the intention to avoid dismissal or other disciplinary action; or

6.1.6 The whistleblower himself commits an offence under this policy.

6.2 The WBC shall give a written notification to the whistleblower whenever the whistleblower protection has been revoked.

7.0 IMMUNITY FROM DISCIPLINARY ACTION

7.1 A whistleblower shall not be subject to any disciplinary action, and no action, claim or demand may be taken or made against the whistleblower for making a disclosure of improper conduct unless the protection is revoked as per stated under clause no 6.1 of this policy.

8.0 FALSE, MALICIOUS OR DEFAMATORY ALLEGATIONS

8.1 Any false, malicious or defamatory allegations are viewed very seriously and the appropriate disciplinary action may be taken against the whistleblower, including dismissal.

9.0 PROCEDURES FOR MAKING DISCLOSURE OF IMPROPER CONDUCT

9.1 Disclosure of improper conduct may be lodged through:

9.1.1 In-writing via letter or email, addressed to the appointed **Whistleblowing Receiving Officer (WBRO)** as follows:

| No. | WBRO | Address |
|-----|---|---|
| 1. | Senior Independent Non-Executive Director / Chairman of Audit Committee | Boustead Plantations Berhad 10th Floor, Menara Boustead 69, Jalan Raja Chulan 50200 Kuala Lumpur. Email: mohzani@bplant.com.my |
| 2. | Deputy Chief Executive Officer | Boustead Plantations Berhad 10th Floor, Menara Boustead 69, Jalan Raja Chulan 50200 Kuala Lumpur. Email: azlan@bplant.com.my |
| 3. | Head of Human Resource and Administration | Boustead Plantations Berhad 11th Floor, Menara Boustead 69, Jalan Raja Chulan 50200 Kuala Lumpur. Email: hazuki@bplant.com.my |
| 4. | Head of Compliance and Contract Management | Boustead Plantations Berhad 15th Floor, Menara Boustead 69, Jalan Raja Chulan 50200 Kuala Lumpur. Email: hafizam@bplant.com.my |

9.1.2 In-writing via **BPLANT Whistleblowing e-Form** (as per Appendix B), available from www.bousteadplantations.com.my.

9.1.3 In-writing via **whistleblowing e-mail** at alert@bplant.com.my.

9.1.4 Via phone call to Head of Human Resource and Administration (HRAD) at **03-2145 2121 ext. 311**.

9.2 Any disclosure of improper conduct shall require the following information:

9.2.1 The particulars of the whistleblower to facilitate further investigation;

- 9.2.2 A description of the wrongdoing and the identity of Parties Involved (to state whether they are employees of BPLANT or external parties);
- 9.2.3 A background of the wrongdoing, including the relevant dates and location pertaining to the Parties Involved; and
- 9.2.4 Any related evidence or reference to documents that may be used as evidence of the wrongdoing.
- 9.3 All information provided will be treated as confidential in accordance to clause no. 5.3 of this policy.
- 9.4 The Flowchart on Overall Whistleblowing Process is summarised as per **Appendix A.**

10.0 WHISTLEBLOWING COMMITTEE (WBC)

- 10.1 All disclosure of improper conduct received by the WBRO shall be lodged in the whistleblowing logbook maintained by the Secretary of WBC without documenting the confidential information of the whistleblower.
- 10.2 Disclosure of improper conduct received shall be forwarded by the Secretary of WBC to the WBC according to the employee level as described below:

| Group | Employee Level | WBC* |
|-------|------------------------------|--|
| A | C-suite Level and above | Board Audit Committee |
| B | Employees other than Group A | 1. DCEO (Chairman); 2. Head of HRAD; and 3. Head of CCM. |

*If the disclosure of improper conduct is made against one of WBC members, the member shall be replaced with another member as determined by the Chairman.

- 10.3 The WBC shall deliberate the disclosure of improper conduct received through an orderly process, in fair and transparent manner.
- 10.4 The WBC will review each disclosure received and will deliberate and decide on the next course of action which may include:
 - 10.4.1 To proceed with the investigations into the matter;
 - 10.4.2 To proceed with the appropriate disciplinary action;

10.4.3 To close the case; and

10.4.4 To refer the matter to the relevant parties e.g. in the cases where the disclosure is not considered as a whistleblowing matter.

11.0 INVESTIGATION AND OUTCOME

11.1 If the disclosure of improper conduct warrants an investigation, the WBC shall assign an Investigation Officer (IO) to conduct the investigation. The IO could be any one of the following:

11.1.1 CRMU;

11.1.2 HRAD;

11.1.3 GIA; or

11.1.4 Any other personnel/department as appointed by WBC.

11.2 The IO shall be accorded with appropriate power and authority to carry out the investigation effectively.

11.3 Upon completion of investigation, the IO shall submit the investigation report of its findings and recommendation to the WBC.

11.4 If the investigation requires extended time to complete, the progress of the investigation shall be updated to the WBC periodically.

11.5 The WBC shall deliberate all investigation reports against the alleged wrongdoer and determine the next course of action e.g. disciplinary procedures and/or lodge report to relevant authority.

11.6 The WBC shall be required to keep track of the progress of execution of the action and update it in the whistleblowing logbook.

12.0 NOTIFICATION TO WHISTLEBLOWER

12.1 The WBC shall notify the whistleblower on the outcome of the investigation and any action taken by the appropriate authority. However, the notification may be limited to the status and/or selected information only and may exclude specific details due to confidentiality.

12.2 The WBRO shall advise the whistleblower of the following:

12.2.1 Not to contact the Parties Involved in an effort to determine facts or demand reinstatement without the knowledge of WBC; and

12.2.2 Not to discuss the case, facts, suspicions or allegations with anyone other than the WBC.

13.0 SAFEKEEPING OF RECORDS

13.1 All reports, its supporting evidence, findings of investigations and monitoring of corrective actions shall be logged and monitored by the Secretary of WBC.

13.2 Disclosure of reports to individuals who are not involved in the investigation is a disciplinary offence and may result in disciplinary action.

14.0 REFERENCES

14.1 Whistleblowing Policy of Boustead Holdings Berhad dated on 1st December 2019.

14.2 Whistleblower Protection Act 2010.

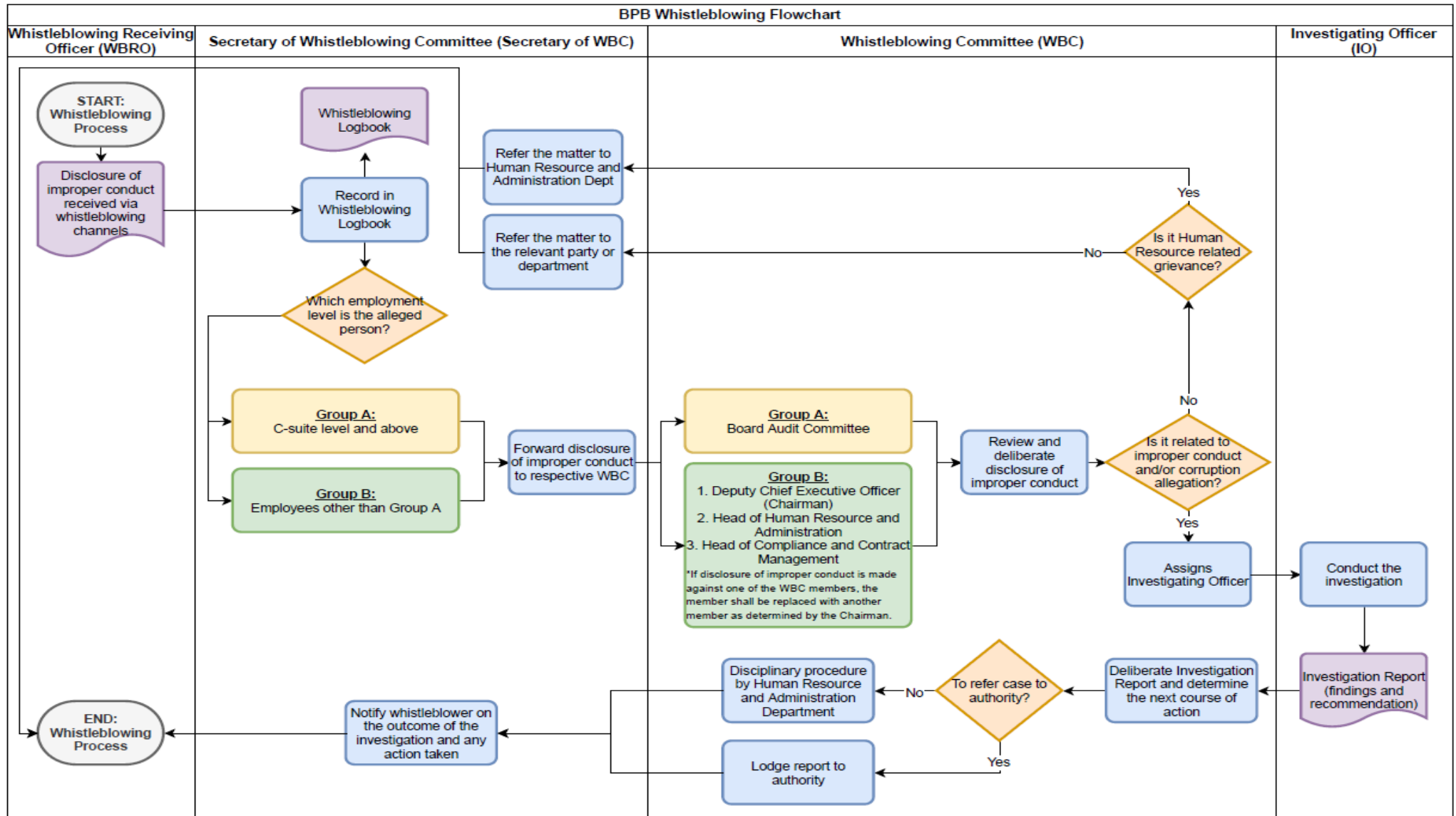
15.0 REVISION HISTORY

| Revision No. | Effective Date | SIM/SOP Ref No. | Reason of Revision |
|--------------|----------------|-----------------|--------------------|
| 00 | 01/01/2021 | CRM/02/WBP-00 | New Policy |
| | | | |
| | | | |
| | | | |

16.0 APPENDICES

Appendix A Flowchart on Overall Whistleblowing Process
Appendix B Sample of Whistleblowing e-Form

FLOWCHART ON OVERALL WHISTLEBLOWING PROCESS



SAMPLE OF WHISTLEBLOWING e-FORM (PAGE 1 of 2)

| WHISTLEBLOWING e-FORM | |
|---|---|
| <p>Please provide the following details if you wish to report any improper conduct which are unlawful and are in breach of law and regulations that may adversely impact Boustead Plantations. Please be assured that your report will be treated as confidential.</p> <p><i>Please provide information as accurate as possible. The fields marked with (*) are required.</i></p> | |
| REPORT DETAILS | |
| Name of Alleged Person* | |
| Designation of Alleged Person | |
| Department of Alleged Person | |
| Company of Alleged Person | |
| Date and Time of Incident | |
| Location of Incident* | |
| REPORT | |
| Parties Involved (if any) | |
| Nature of Allegation(s)* <i>(Please mark (X) where applicable)</i> | <input type="checkbox"/> Act of fraud, bribery and/or corruption <input type="checkbox"/> Non-compliance with company's policies and breach of the company's Code of Ethics and Conducts <input type="checkbox"/> Negligence <input type="checkbox"/> Disclosure of company's confidential information including products and/or services without authorisation <input type="checkbox"/> Mismanagement and/or abuse of authority <input type="checkbox"/> An act that endanger the lives, safety and health of company's assets and employees or the public or the environment <input type="checkbox"/> Unauthorized or misuse of company's fund, and/or facilities <input type="checkbox"/> Commissions of an act with the intention to hurt, intimidate, harass and/or victimize any employees of the Group. <input type="checkbox"/> Financial irregularity <input type="checkbox"/> Conflict of Interest <input type="checkbox"/> Others (please specify): |

SAMPLE OF WHISTLEBLOWING e-FORM (PAGE 2 of 2)

| | |
|---|---|
| Description of Complaint* | 1. Please describe the nature of your complaint. Include the details of the parties involved, date(s), time(s), location(s), etc. and any other relevant details. Please use additional papers, if necessary. |
| Name of Witness(es) (if any) | 2. Please provide details of witness(es) who can support your complaint e.g. name, position, company etc. |
| Attachment(s) (if any) | 3. Please state and attach the documents and other evidences to support your complaint. |
| Upload file | |
| DETAILS OF INDIVIDUAL LODGING THE REPORT | |
| Phone No.* | |
| E-mail Address | |
| DECLARATION | |
| <input type="checkbox"/> I hereby declare that this report is made voluntarily and that to the best of my knowledge, the details and information provided are true. | |
| Submit | Reset |