



# **WHISTLEBLOWING POLICY**

**Version 1.1**

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## 1. OVERVIEW

VETECE Holdings Berhad and all its subsidiaries (hereinafter referred to as "VTC") is committed to the highest standard of professionalism, integrity and ethics in conducting all its business activities by adopting the culture of openness and transparency.

We encourage all employees and stakeholders of VTC to report any suspected unethical behaviour, illegality or misconduct or failure to comply with applicable laws, internal policy or rules and regulations of VTC (collectively referred to as "Improper Conduct"). This Whistleblowing Policy is to cultivate the good corporate governance practices and to provide a framework for responsible and secure reporting of any Improper Conduct or irregularities within VTC's operations.

The key provisions in this Whistleblowing Policy (the "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.

## 2. OBJECTIVES

The objectives of this Policy are to:-

- (a) facilitate employees, members of the public and other stakeholders of VTC to disclose and raise a genuine concern of any possible improper conduct through appropriate channels;
- (b) to ensure protection to an individual from reprisal and safeguard such person's confidentiality as a consequence of making a disclosure, in good faith and in accordance with the procedures; and
- (c) to encourage and develop a culture of openness, accountability and integrity.

It is hoped that the whistleblowing channel may also act as an early warning system to avert possible risks of loss or damage of reputation to VTC.

## 3. SCOPE AND APPLICABILITY

This policy is applicable to any Improper Conduct (as defined in Section 4 below) and applies equally to any directors and employees of VTC (including employees on contract terms and interns), clients, vendors, contractors, subsidiaries, associates and any other individuals or organizations who have business dealings with VTC.

However, this Policy shall not be used for reporting of the following:

- (i) Clients' complaints about VTC's products and services;
- (ii) Personal complaints or satisfactions which are not resulting from a Improper Conduct from VTC employees or its operations

## 4. DEFINITIONS

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

- i. Criminal offence or unlawful act such as fraud, corruption/bribery, theft, embezzlement, dishonesty and blackmail;
- ii. Forgery or alteration of any document or account belonging to companies within VTC, clients, Financial Institutions or agents of VTC;
- iii. Forgery or alteration of a cheque, bank draft, or any other financial document;
- iv. Misappropriation of VTC’s funds, securities, supplies, or other assets;
- v. Impropriety in the handling or reporting of money or financial transactions;
- vi. Profiteering as a result of insider knowledge of the VTC’s activities;
- vii. Any conduct which is an offence or a breach of law, or against the interest of VTC, regulations or public policies;
- viii. Conflict of interest;
- ix. Financial malpractice;
- x. Breach of the VTC’s Code of Conduct & Ethics, policies and guidelines;
- xi. Improprieties of tender and procurement activities;
- xii. Abuse of power and position for personal gain;
- xiii. Any act that poses danger to health and safety;
- xiv. Any act that causes damage to environment;
- xv. Bullying and harassment;
- xvi. Misuse of confidential information;
- xvii. Giving false or misleading information (including suppression of any material facts or information); and
- xviii. The deliberate concealment of any of the above matter or other acts of wrongdoings. 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 Code of Conduct & Ethics and/or a criminal offence under the relevant law in force.

4.2 “**Whistleblower**” is a person or entity making a confidential disclosure of an Improper Conduct that relates to any employees of VTC or its operations; Whistleblower may be directors or employees of VTC, or any stakeholder of VTC including clients, vendors, contractors or the general public. The Whistleblower’s role is as a reporting party, they provide initial information related to an Improper Conduct. They are not investigators or finders of fact, nor do they determine the appropriate corrective or remedial action that may be warranted.

### 5. MAKING A REPORT

- 5.1 A Whistleblower may make a disclosure on an Improper Conduct via e-mail to [whistleblowing@vtcholding.com](mailto:whistleblowing@vtcholding.com) and [vtc\\_whistleblowing@resolvegroup.com.my](mailto:vtc_whistleblowing@resolvegroup.com.my). The Whistleblower is encouraged to make use of the "Whistleblowing Form" provided in the Appendix A of this document.
- 5.2 To facilitate an investigation into the allegations, where possible and applicable, the following information should be included when making a disclosure:
- i. Brief description of the allegation including how it was detected;
  - ii. The date and location of the incidence;
  - iii. The identity of the person(s) involved in the allegation;
  - iv. Particulars of witnesses, if any;
  - v. Supporting evidence and/or documents;
  - vi. Other details deemed to be useful to facilitate screening and action to be carried out. Whistleblower shall need to demonstrate that there are reasonable grounds for the concerns and provide sufficient information for VTC to take appropriate steps.
- 5.3 Whistleblower is encouraged to provide their particulars (i.e. name, NRIC no., designation (for employees within VTC), contact details (email and contact number) to facilitate investigation.
- 5.4 VTC shall not respond to any anonymous report to prevent frivolous or vexatious allegations. However, VTC reserves the right to investigate into the reports depending on the seriousness of the issue raised and the credibility of the report.
- 5.5 The Whistleblower shall not attempt to personally conduct any investigations, interviews or interrogations related to that matter being disclosed.

### 6. PROTECTION TO THE WHISTLEBLOWER

- 6.1 The Board and the Management are committed to ensure that all disclosed information, including the identity of the Whistleblower shall be treated with strict confidentiality. Should there a need to divulge the identity for investigation purposes or as required by law, prior consent will be obtained before proceeding with the case and VTC will take all reasonable steps to ensure that the Whistleblower suffer no detriment subject to the conditions fulfilled in Clause 6.2.
- 6.2 The Whistleblower will be subject to the provisions under the Whistleblower Protection Act 2010. The Whistleblower shall be protected if the Whistleblower meet the conditions as follows:
- i. The disclosure is done in good faith and is not made with malicious intent or ulterior motive or for personal gain or interest;
  - ii. The Whistleblower has provided his/her identity and contact details;

- iii. The Whistleblower has not communicated the disclosure to any other party not related to the disclosure or attempt to personally conduct and investigations on the disclosures.
- 6.3 If any of the employee making allegation or report that prove to have been made without good faith, such person may be subjected to disciplinary actions, which may include termination of employment. Whilst in the case for customers, suppliers, consultants or any business associates of VTC, the continuity of business relationships shall be reviewed accordingly.
- 6.4 Any party that retaliates against the Whistleblower who has reported a wrongdoing in good faith, that Party may be subjected to appropriate action, up to and including disciplinary or legal action, where applicable.
- 6.5 The Whistleblower who consider that they have been the victim of retaliation or have good reason to believe or fear that they are exposed to risk of retaliation as a result of their reporting shall report the matter to the Human Resource Department soonest possible and request that protective measures be adopted. The protection against retaliation shall be extended to any other party associated with the Whistleblower.

## 7. INVESTIGATION PROCEDURES

The entire investigation procedures of a Whistleblowing case shall be carried out with the highest levels of integrity, confidentiality, objectivity, impartiality and fairness in mind throughout the investigation process.

### a. Acknowledgement of receipt

Upon receiving a Whistleblowing report, the recipients will provide the Whistleblower an acknowledgement of receipt of the report within three (3) working days of receipt.

### b. Preliminary Assessment

The recipient shall review and evaluate the disclosure by the Whistleblower and to decide on the next course of action as soon as possible. This may include obtaining further information, requiring an investigation to be conducted, making a police report or notifying the relevant regulatory authority. In the event that the preliminary assessment clearly indicates that there are no circumstances that required any investigation, the case shall be closed.

### c. Investigating Team

If an investigation is required, the recipient shall appoint suitable employee(s), team or external investigator (collectively referred herein as the "Investigating Team") to conduct the investigation. The Investigating Team shall not be part of the role or function being investigated, must be or remain impartial and independent to all parties concerned.

### d. Whistleblower's Roles During Investigation

During the investigation, the Whistleblower shall comply with the following:

- i. Not to attempt to conduct its own investigation;
- ii. Not to contact the suspected individual involving in the case in an effort to determine facts or demand restitution;

- iii. Not to discuss the case, facts or allegations with anyone except with the Investigating Team;
  - iv. Cooperate with the Investigating Team. Meetings may be arranged off-site, to protect the confidentiality of the Whistleblower.
- e. **Period of Investigation**  
All investigation shall be conducted and completed within three (3) months of receiving the report, unless the Investigation Team has valid reasons to extend the tenure to a longer period.
- f. **Findings of Investigation**  
Upon conclusion of the investigation, the Investigation Team shall submit a written report on the findings and recommendation on the next course of action to be taken. The Investigation Report shall be properly documented, a sample of the Investigation Report is annexed in Appendix B of this Policy.

### 8. CONCLUSION AND REPORTING

The Whistleblower will be informed on the outcome of the investigation and action taken when the case is concluded. As the findings are confidential, the details of the findings will not be disclosed to the Whistleblower. A summary of Whistleblowing report, including the disclosure received, the outcome of the investigation and action taken shall be presented to the Management or the Board of Directors, if deemed necessary. All records of disclosures, findings and reports shall be managed in compliance with the provisions of the Personal Data Protection Act 2010 and other applicable laws.

### 9. REVIEW AND APPROVAL OF THE POLICY

The Board of Directors shall review and revise this Policy from time to time or as and when necessary to assess its effectiveness and relevance. VTC must diligently monitor these procedures to ensure that they meet the objectives of this Policy and relevant legislations. This Whistleblowing Policy is reviewed and approved by the Board of Directors on 09 January 2023.

**APPENDIX A: WHISTLEBLOWING FORM**

**WHISTLEBLOWING FORM**

<b>DISCLOSURE DETAILS</b>	
<b>Person(s) Involved in the Allegation</b>	
Name/ Department/ Company	
<b>Incident / Details of Allegation (You may use additional sheets if necessary)</b>	
Date / Time / Location	
Description of Allegation	
<b>Supporting Information to Assist Investigation</b> (Please attach supporting evidence to substantiate your disclosure. You may use additional sheets if necessary)	
Witness (Name and Department)	
Supporting Evidence	
Reporting to Other Parties	
<p>Have you raised your concern to any other person / department/ authority?</p> <p><input type="checkbox"/> Yes. Please indicate: _____</p> <p><input type="checkbox"/> No</p>	
<b>PARTICULARS OF WHISTLEBLOWER</b> (You are encouraged to provide your contact details to enable us to contact you for further clarifications if required)	
Name	
Department / Company / Occupation	
Contact No.	
Email Address	
<p><b>Declaration:</b> I hereby declare that the information provided herein is true to the best of my knowledge and belief and I have made this disclosure voluntarily. I understand that the VTC will use the information provided for the investigation process.</p> <p>Signature _____ Date: _____</p>	



**APPENDIX B: WHISTLEBLOWING INVESTIGATION REPORT**

**WHISTLEBLOWING INVESTIGATION REPORT**

Date	
Created By	
Investigation Team Leader: (Name / Dept)	
Investigation Team Members: (Name / Dept)	
Date Reported by Whistleblower:	
Date Investigation Commenced:	
Date Investigation Completed:	

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**1 EXECUTIVE SUMMARY**

*Summary of the Whistleblowing Report including the specific allegation(s) reported, parties involved, findings during investigation, actions taken and conclusion of the case.*

**2 RELEVANT INFORMATION ON THE INCRIMINATED PARTIES**

*Example: Details of the parties involved, written statement from the parties involved, acknowledgement of policy or Code of Conduct & Ethics and etc.*

**3 SUPPORTING EVIDENCES**

*Evidences such as CCTV footage, written statement from witnesses*

**4 INVESTIGATION PROCEDURES**

*Investigation team and the procedures carried out*

**5 CONCLUSIONS ABOUT THE LEGITIMACY OF THE ALLEGATIONS**

*Conclusions made and justification based on the findings*