



INTERNATIONAL

WHISTLE-BLOWING POLICY AND PROCEDURE

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1. Objective & Scope

Vivocom Intl Holdings Berhad (“the Company”) and its subsidiaries (collectively known as “the Group”) are committed to conduct the Group’s business with the highest level of corporate ethics and embedded culture of transparency and accountability in day-to-day business operations.

This policy and procedure on whistle-blowing (“Policy”) provides an avenue for all employees of the Group, business associates, and external stakeholders to report any genuine concerns in accordance with the procedures as provided for under this Policy and to provide protection for the whistle-blower(s) who report such allegations.

This Policy is designed to facilitate the reporting mechanism of any genuine concern, malpractices, or criminal offences through the Company’s provided channels. Such concerns or criminal offences include (but not limited to) the following:

- i. abuse of power;
- ii. conflict of interest;
- iii. theft or embezzlement;
- iv. actual / suspected fraud;
- v. misuse of Group’s property;
- vi. any form of corruption activities;
- vii. non-compliance with legal / regulatory requirements / policies & procedures; and
- viii. any other action that would cause significant harm to the Company or to any stakeholder(s).

(collectively known as “Concern”)

2. Reporting in Good Faith

The whistle-blower is responsible to ensure that the disclosure is made in good faith and free from malicious intent; any disclosure, which is found to be frivolous or vexatious, will not be entertained. Reporting in good faith requires an allegation of any Concern, at a minimum level, to be based on factual, reasonable, and probable grounds and made for the best interest of the Group instead of personal motive.

Any whistle-blower who has not acted in good faith shall not be eligible for any protection under this Policy; the Group’s employee will be subject to disciplinary action (which may include termination of employment) if his/her allegation is proven to have been made without good faith.

3. Protection against Detrimental Action

For the whistle-blower who submits the reports in good faith, this Policy offers protection within limits of the law and to the extent reasonably practicable, even if the allegations have subsequently been proven to be unfounded or mistaken; the Company takes all reasonable steps to ensure that the whistle-blower suffers no adverse or detrimental actions such reports submitted.

Retaliation against a whistle-blower could be in the form of threats of physical harm or adverse employment action such as termination, compensation decreases, or poor work assignments. Any whistle-blower who believes he/she is being retaliated against must contact the Head of Human Resources Department immediately. The right of a whistle-blower for protection against retaliation does not include immunity for any personal wrongdoing that is alleged and investigated.

4. Confidentiality

Every effort will be made to treat the whistle-blower's identity with appropriate regard for confidentiality. The Group gives the assurance that it will not reveal the identity of the whistle-blower to any third party not involved in the investigation or prosecution of the matter; the only exception to this assurance relates to when the Group is obligated to reveal confidential information relating to a whistle-blowing report if ordered to do so by law or for purposes of any proceedings by or against the Group. The Group's assurance of confidentiality can only be effective if the whistle-blower likewise maintains confidentiality.

5. Anonymous Allegations

Although anonymous allegations are not encouraged due to difficulty in verifying the facts or obtaining further evidence may affect the investigation process, the Company may consider investigating an anonymous allegation after having considered, amongst others, the following:

- i. the seriousness of the Concern;
- ii. the credibility of the Concern; and
- iii. the likelihood of confirming the Concern from credible sources.

6. Whistle-blowing Procedures

6.1 Process for Disclosures / Reporting

Whistle-blower may refer to Whistle-blower Report Form as appended in Appendix I for reference on providable information, to report any Concern to the following channels:

- (a) Email to confidential@vivocom.com.my, the email will be re-directed to:

No.	Designation
1	Chairman of Audit and Risk Management Committee
2	Independent Directors of Vivocom Intl Holdings Berhad

- (b) Letters / documents / reports (in sealed envelope with labelled “STRICTLY PRIVATE AND CONFIDENTIAL TO BE OPENED BY THE ADDRESSEE ONLY” addressed to:

Chairman of Audit and Risk Management Committee
Vivocom Intl Holdings Berhad
No.4 Jalan Seri Utara 1, Off Jalan Ipoh,
68100 Batu Caves, Kuala Lumpur.

If the whistle-blower, either from an internal or external source makes a report through a third party (i.e., Senior Management who may be the Executive Director, Chief Executive Officer, Chief Operation Officer, Chief Financial Officer, General Manager or any other employee, then it is the responsibility of the third party to escalate the report to the right channel as mentioned in (a) and (b) above.

6.2 Process for Handling of a Reported Allegation

i. Inquiries

Initial inquiries may be made to determine whether an investigation is appropriate, and the form that it should take. Some concerns may be resolved without the need for investigation.

If an investigation leads the investigator to conclude that a crime has probably been committed, the results of the investigation shall be reported to the police or other appropriate law enforcement agency.

If an investigation leads the investigator to conclude that the suspect has engaged in conduct that may be a violation of the Group’s Code of Conduct and Business Ethics, the results of the investigation shall be reported to the above-mentioned parties accordingly for the next course of action by the relevant party. Any charges of Concern brought as a result of an investigation under this policy shall comply with established disciplinary procedures.

ii. Investigation

Post inquiries, the Chairman of Audit and Risk Management Committee may initiate an internal investigation within the organization. Thereafter, he/she may further request the Internal Auditors and/or external professionals to perform a comprehensive investigation on the Concern, if necessary.

The “investigator” is required to report all Concerns raised, the status of all pending and on-going investigations, and any actions taken or to be taken as a result of the investigations, to the Chairman of Audit and Risk Management Committee.

iii. Tracking / Logging

All reports of Concern, findings of investigations and monitoring and corrective actions shall be centralised and logged in a log administered and monitored by the Company's Board of Directors. The Board shall be informed of any new reports of misconduct and may request to review the log at any time.

Upon the completion of the whistle-blowing procedures, the whistle-blower will be accorded the privilege to be notified on the outcome of the disclosure.

7. Policy Matters

This Policy shall be published at the Company's website <http://www.vivocomgroup.com> and made available for all internal and external stakeholders.

8. Monitoring and Periodic Review of this Policy

The Group must diligently monitor and periodically review and amend these procedures to ensure that they meet the objectives of relevant legislations and remain effective for the Group; and, if necessary, implement changes subject to the approval of the Company's Board of Directors.

VIVOCOM INTL HOLDINGS BERHAD
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9. Appendix 1 – Whistle-Blowing Report Form

Please provide the following details for any suspected misconduct or any breach or suspected breach of law or regulation that may adversely impact the Company. Please note that you may be called upon to assist in the investigation, if required.

Note: Please follow the guidelines as laid out in the Whistle-blowing Policy.

Reporter's Contact Information		
Name		
I/C No. / Passport No. / Staff No.		
Correspondence Address		
Telephone No.	Home	
	Office	
	Mobile	
E-mail Address		
Designation / Occupation		
Division / Section / Unit / Branch		
Preferred method of communication	<input type="checkbox"/> Mail <input type="checkbox"/> E-mail <input type="checkbox"/> Telephone/SMS	

Suspect's Information		
Individual 1		
Name		
Designation		
Division / Section / Unit / Branch		
Contact Number		Email Address
How do you know this employee?		
Individual 2		
Name		
Designation		
Division / Section / Unit / Branch		
Contact Number		Email Address
How do you know this employee?		
Individual 3		
Name		
Designation		

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Division / Section / Unit / Branch			
Contact Number		Email Address	
How do you know this employee?			

Details of the misconduct		
<p>COMPLAINT: Briefly describe the misconduct / improper activity and how you know about it. Specify what, who, when, where and how. If there is more than one allegation, number each allegation and use as many pages as necessary.</p>		
What misconduct / improper activity occurred?		
Who committed the misconduct / improper activity?		
When the misconduct / improper activity occurs? And since when did you notice it?		
Where did the misconduct / improper activity happen?		
Is there any evidence that you could provide to us?		
Do you have any other details or information which would assist us in the investigation?		
If money is involved, can you estimate the amount of money involved?	Yes	No
If Yes, please indicate the estimated amount of money involved (tick ✓ where applicable): Less than RM500 <input type="checkbox"/> RM501 to RM10,000 <input type="checkbox"/> RM10,001 to RM50,000 <input type="checkbox"/> More than RM50,001 <input type="checkbox"/>		
Have you lodged a complaint on this matter to another person / department / authority before?	Yes	No
If YES, please indicate the person / department / authority that the report was lodged (tick ✓ where applicable and attach copy of the report made): Police <input type="checkbox"/> Malaysian Anti-Corruption Commission <input type="checkbox"/> Others, please indicate: <input type="checkbox"/>		

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Date when the Report was made	
Status of report made	

Declaration	
I declare that all information provided in this Form is true, correct, and complete to the best of my knowledge, information and belief.	
I hereby agree that the information provided herein to be used and processed for investigation purposes and further agree that the information provided herein may be forwarded to a department / authority / enforcement agency for purposes of investigation.	
Signature	
Name	
Date	

For office use only	
Record no.	
Receipt Information	Person receiving this report:
	Date received:
	Acknowledgement of receipt sent on:
Investigation required (Yes / No)? (If No please state the reason)	
Investigation done by:	
Investigation result:	
Action taken / conclusion:	
Reported to the Board on:	
Signed off by:	