

CENTURY BOND BERHAD
Whistleblowing Policy and Guidelines Reference Number



A Member of **kps**.Group

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CENTURY BOND BERHAD

WHISTLEBLOWING POLICY & GUIDELINES VERSION 3/2024

APPROVED BY BOARD OF CENTURY BOND BERHAD

14 June 2024

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1.0 INTRODUCTION

- 1.1 All employees of the Company and members of the public are encouraged to raise genuine concerns pertaining to the Company at the earliest opportunity and in an appropriate way. If an employee and or members of public believes there is a wrongdoing in the Company (e.g. superiors or colleagues may be committing a criminal offence), he/she can report this by following the correct procedures and staff employment rights are protected.
- 1.2 Employees are often the first to realise that there may be serious wrongdoing within the Company. However, employees may not express their concerns because they feel that speaking up would be disloyal to their colleagues or to the Company. Employees may also fear harassment or victimisation. In these circumstances, employees may feel that it is easier to ignore the concern rather than to report it.
- 1.3 The Whistleblowing Policy and Guidelines has been formulated in accordance with the provisions of the guidance under the Malaysian Code of Corporate Governance and in line with global best practices, the Malaysian Anti-Corruption Commission Act 2009, Whistleblower Protection Act 2010 and all other applicable laws in Malaysia.

1.4 Scope

1.4.1 The Whistleblowing Policy and Guidelines governs:

- i. Conduct which is an offence or a breach of law;
- ii. Conduct which is a breach of the Company's Rules and Regulations, Financial Regulations or other policies or standards which the Company applies;
- iii. Possible fraud and corruption;
- iv. Disclosure related to possible miscarriage of justice;
- v. Health and safety issues which is in violation of the relevant laws and standards;
- vi. Sexual or physical abuse; and
- vii. Other unethical conduct

The above list is not exhaustive and includes any act or omissions, which if proven will constitute an act of misconduct under KPS Berhad's Code of Business Conduct and Ethics ("COBE").

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1.4.2 This Policy is not intended for employees' grievance or complaint procedure (example: personal grievances concerning an individual's terms and conditions of employment, performance assessments, bonus and increment allocations or other aspects of the working relationship) which is governed by the existing Human Resource procedures in the Employee Handbook adopted by the Company.

1.5 Responsibility

1.5.1 All departments within the Company are primarily responsible for complying to this Whistleblowing Policy and Guidelines; and

1.5.2 Chief Integrity & Governance Officer ("CIGO") of the Group and Designated Officer of the Company is responsible for the development and maintenance of this Whistleblowing Policy and Guidelines including any reviews, changes, amendments, additions or deletions of any provision of this Whistleblowing Policy and Guidelines.

1.6 Approving Authority

The Board of Directors of Century Bond Berhad ("Board") is the approving authority of this Whistleblowing Policy and Guidelines.

1.7 Date of Implementation

This Whistleblowing Policy and Guidelines is effective immediately upon approval by the Board.

1.8 Review Frequency

This Whistleblowing Policy and Guidelines will be reviewed by Integrity and Governance Unit ("IGU") of the Group and Designated Officer of the Company every three (3) years at the latest, to ensure the effectiveness of the management and implementation of this Whistleblowing Policy and Guidelines.

1.9 Reference

This Policy should be read together with the current following guidance and policies of the Company:

- (a) Whistleblower Protection Act 2010;
- (b) Malaysian Anti-Corruption Commission Act 2009;
- (c) Corporate Governance Guide - Towards Boardroom Excellence

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(Bursa Malaysia Securities Berhad);

- (d) Financial Authority Limit & Delegation of Authority;
- (e) Code of Conduct;
- (f) Employees Handbook;
- (g) Compliance Policy;
- (h) Anti-Bribery and Corruption Policy; and
- (i) Personal Data Protection Policy.

1.10 Definition

The key terms and acronyms appeared in this document shall be defined as **Appendix I**.

2.0 OBJECTIVES OF THIS WHISTLEBLOWING POLICY AND GUIDELINES

2.1 This Whistleblowing Policy and Guidelines aims to: -

- 2.1.1 Encourage employees and members of the public, to question and act upon concerns pertaining to the Company at the earliest opportunity and in an appropriate manner.
- 2.1.2 Provide avenues for employees and members of the public, to raise those concerns and where possible, receive feedback on any action taken so that it can be addressed in an independent and unbiased manner.
- 2.1.3 Reassure employees and members of the public that he/she will be protected from possible reprisals or victimisation for raising a concern as defined in the Whistleblowing Policy and Guidelines (Para 5.1).

3.0 STATEMENT OF WHISTLEBLOWING POLICY AND GUIDELINES

CBB commits to a high standard of professionalism and ethics in the conduct of our business and professional activities consistent with KPS's core values of **PRIDE, RESPECT, INTEGRITY, DISCIPLINE** and **EXTRA-MILE**. The Company is committed to the highest standards of openness, integrity, probity and accountability. The Company aspires to conduct its affairs in an ethical, responsible and transparent manner.

4.0 KEY PRINCIPLES

- 4.1 Protection of the Whistleblower - all genuine concerns will be handled responsibly, professionally and in a positive manner where help and support will be available to employees where concerns are raised under this Whistleblowing Policy and Guidelines.
- 4.2 Security and confidentiality - the Company shall protect the Whistleblower's identity and keep the process confidential.
- 4.3 Professionalism - the Company is committed to the highest standards of openness, integrity, probity and accountability. We encourage employees and members of public with concerns pertaining to the Company to raise those concerns to the appropriate authority.

5.0 PROTECTION UNDER WHISTLEBLOWING POLICY AND GUIDELINES

5.1 Harassment or Victimisation

- 5.1.1 The Company will not tolerate any harassment, discrimination or victimisation (including informal pressures) and shall take appropriate action possible to protect the Reporting Individual;
- 5.1.2 Any employee who threatens retaliation against a Reporting Individual shall be subject to disciplinary action, including termination of employment;
- 5.1.3 A Reporting Individual who raises his concern under this Whistleblowing Policy and Guidelines shall not be at risk of losing his job or suffer any form of retribution as a result thereof provided that:
 - The disclosure is made in good faith;
 - He/She reasonably believes that the information, and any allegations contained therein, are reasonably true; and
 - He/She is not acting for personal gain
- 5.1.4 The act of lodging a report will not in itself protect the Reporting Individual from the consequences of improper conduct in which he/she may have been involved or implicated.

5.2 Confidentiality

- 5.2.1 The Company recognises that the Reporting Individual may wish to raise a concern in a confidential manner. Any Reporting Individual wishing to protect his/her identity is at liberty to do so. All reports of wrongdoings and information received shall be fully

treated in strict confidence to protect the identity of the Reporting Individual.

5.2.2 If a situation arises where revealing the Reporting Individual's identity is necessary to resolve the matter (e.g. in a court proceeding and internal inquiries), this matter shall be resolved through consultation with the Reporting Individual.

5.2.3 Any reports of wrongdoings and/or matters related thereto shall not be disclosed or discussed with any third party other than those who have a legitimate need to know. This is important in order to avoid damaging the reputation of persons suspected but subsequently found innocent and discharged of wrongful conduct, as well as to protect the Company from potential civil liability.

5.3 **Anonymous Allegations**

5.3.1 Anonymous reports are not encouraged, as any follow up to ascertain the facts or to obtain further information for investigation purposes would be difficult.

5.3.2 However, if a Reporting Individual chooses to make anonymous disclosures, the disclosure must contain sufficient information for the Company's consideration. Factors in determining the Company's consideration to investigate shall include:

- Seriousness of the issues raised;
- Credibility of the issues raised;
- Likelihood of confirming the allegation from an attributable source; and
- That the disclosure was done in good faith.
- Evidence(s) if any.

5.4 **Untrue, False, Malicious and/or Reckless Allegations**

5.4.1 The Company is sincere in its efforts to address genuine concerns. If the Reporting Individual raises a concern in good faith, no action will be taken against the Reporting Individual

5.4.2 If the Reporting Individual raises a concern frivolously/maliciously or for personal gain, appropriate actions, including stern disciplinary action shall be taken against the Reporting Individual which may include termination of employment.

6.0 HOW TO RAISE A CONCERN

6.1 Concerns may be raised with your immediate superior or the designated IGU's Officer of the Group and/ or Designated Officer of the Company. If the Reporting Individual wishes to raise the concern anonymously, he/she can do so via the following channels:

6.1.1 **Whistleblowing Hotline at 03-5524 8448**

6.1.2 Write a letter/ whistleblowing form to:

Chief Integrity and Governance Officer

Integrity and Governance Unit
Kumpulan Perangsang Selangor Berhad
Tingkat 17 Plaza Perangsang
Persiaran Perbandaran
40000 Shah Alam, Selangor Darul Ehsan

6.1.3 Email submission: **integrity@kps.com.my**

Note: **Whistleblowing Form** can be downloaded via [KPS Berhad's website](#).

6.2 If the Reporting Individual believes that the matter is so serious and cannot be raised via any of the channels under Para 6.1.1 to 6.1.3 above, they should contact the Chairman of KPS' Board Governance and Risk Committee ("BGRC") at **chairmanbgrc@kps.com.my**, being the Director identified in KPS' Annual Report as one to whom concerns may be conveyed.

6.3 KPS and the Company understand that a Reporting Individual might also have concerns against any member of the board of directors of KPS and/or the Company. The Reporting Individual in such circumstance can lodge reports with:

6.3.1 [Royal Malaysia Police](#); or

6.3.2 [Bank Negara Malaysia](#); or

6.3.3 [Malaysian Anti-Corruption Commission \(MACC\)](#); and/or

6.3.4 any other enforcement agencies as defined under the Whistleblower Protection Act 2010 and

A copy of the said report may be forwarded to the CIGO to enable the IGU to conduct its own internal investigations.

6.4 Information Required When Lodging a Report

6.4.1 When lodging a written report, the Reporting Individual shall try to provide the following information:

6.4.1.1 Background and history of the concerns, giving names, dates, places, facts and data or evidence where possible; and

6.4.1.2 Reason why the Reporting Individual is particularly concerned about the matter he/she has raised.

6.5 The Reporting Individual needs to demonstrate that there are reasonable grounds for his/her concern and that the report is done in good faith and not for personal interest. The earlier the concern is raised, the easier it is to take action.

6.6 Where a report has been received by the Company via one of the foregoing channels, the Reporting Individual will be informed within five (5) working days:

6.6.1 Acknowledging that the concern has been received and recorded; and

6.6.2 Informing whether further investigations will take place and if not, stipulating the reason.

7.0 HOW THE COMPANY WILL RESPOND

7.1 The Company's response will depend on the nature of the concern. It may be:

7.1.1 Investigated internally;

7.1.2 Referred to the internal/ external auditor;

7.1.3 The subject of an independent inquiry; and

7.1.4 Referred to the enforcement agencies.

7.2 Initial reports of concern will be forwarded by the Designated Officer to the IGU's Officer who has the authority to act independently. The IGU's Officer may consult others including the Chairman of the BGRC, and will decide whether an investigation is warranted and, if so, what form it should take. The IGU's Officer may decide to take no further action if a complaint appears to be trivial, malicious or mala fide. All such decisions will be reported at the next BGRC Meeting in a summarized form.

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- 7.3 If the concern raised involves the Designated Officer of the Company, the head of the Company in consultation with the MD/ GCEO of KPS Berhad and the Chairman of the BGRC will nominate another authorised officer to conduct initial enquiries vested with the same authority as the IGU's Officer or the Designated Officer.
- 7.4 If the concern raised involves any member of the Board of the Company, and its subsidiaries, the CIGO will report directly to the Chairman of BGRC. Whereas if the concern raised involves the Chairman of KPS Berhad, the CIGO will report directly to a senior independent director as nominated by KPS Berhad's Nomination and Remuneration Committee.
- 7.5 Some concerns may be resolved by agreed action without the need for investigation. Any decision to solve matters in this way will be taken or confirmed and recorded by the IGU's Officer. If urgent action is required, it may be taken before any investigation is conducted. Any action taken or agreed will normally be reported at the next BGRC Meeting.
- 7.6 If any investigation is required, the Designated Officer/IGU's Officer may consult with others including the Chairman of the BGRC and may designate an authorised officer to investigate the concern.
- 7.7 The amount of contact between the officers considering the issues and the employee raising the concern will depend on the nature of the matter raised, the potential difficulties involved, relevance and clarity of the information provided.
- 7.8 IGU's Officer will try to minimize any difficulties which the Reporting Individual may have as a result of raising a concern. For instance, if the Reporting Individual has to give evidence in criminal, civil or disciplinary proceedings, IGU's Officer will advise the Reporting Individual on the procedures.
- 7.9 The Reporting Individual needs to be assured that the matter has been properly addressed. Subject to legal constraints, IGU's Officer will inform the Reporting Individual about the outcomes of any investigation. It is the Company's prerogative to decide whether to conduct an investigation and to decide the final outcome.
- 7.10 The IGU's Officer will report the outcome of any investigation to the Board and also to BGRC who will oversee the implementation of any recommendation arising from the investigation.
- 7.11 IGU's Officer shall inform the Reporting Individual of the result of any investigation and action taken by the Company (as mentioned under Whistleblower Act 2010 Section 14 (6)).

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8.0 ADMINISTRATION

- 8.1 All information gathered for each case shall be managed and restricted internally on a “need to know” basis only.
- 8.2 The Designated Officer has overall responsibility for the administration and enforcement of this Whistleblowing Policy and Guidelines and shall liaise as necessary with IGU’s Officer.
- 8.3 The CIGO and the Designated Officer shall maintain proper records of concerns raised and the outcomes (but in a form which does not endanger employee confidentiality) and the Designated Officer will report to the Board and CIGO will report directly to the BGRC.

9.0 COMPLIANCE

- 9.1 This Whistleblowing Policy and Guidelines is applicable to ALL employees of the Company at all times.
- 9.2 Any alleged or suspected improper conduct must be reported immediately to the Head of Department, Designated Officer and/or IGU. Any party(ies) who have concerns with regards to any malpractice or breach of this Whistleblowing Policy and Guidelines can lodge their concern via the dedicated whistleblowing channel which will be evaluated and investigated independently.
- 9.3 Any violation of the Whistleblowing Policy and Guidelines shall be deemed as a major breach of discipline and is subject to disciplinary actions.
- 9.4 All staff are not allowed to disseminate any documents to any external party. Prior approval from Key Management is required if any document is to be given to an external party.

10.0 AMENDMENT

The Board is empowered to amend and/or modify this Whistleblowing Policy and Guidelines from time to time in consultation with CIGO.

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Appendix I: Definition

Terms	Definition
Board	means Board of Directors of the Company
BGRC	Refers to Board Governance and Risk Committee of KPS Berhad
the Company	means Century Bond Berhad
Compliance	means conformity with requirements under law or contract terms affecting the Group's operations locally and abroad.
Complaint	Disclosure of improper conduct made by Whistleblower.
Designated Officer	Means an officer of the Company appointed to be responsible for the administration and enforcement of this Whistleblowing Policy and Guidelines
IGU	Integrity and Governance Unit under Legal and Compliance Department of KPS Berhad
IGU's Officer	Refers to Chief Integrity and Governance Officer (CIGO)/ Integrity and Governance Officer (IGO) and/or any other officer appointed to carry out investigation on behalf of CIGO/IGO.
Improper conduct	Any unethical behaviour, malpractices, illegal acts or any other wrongful or improper conduct within the Company which if proved, constitutes a disciplinary offence or a criminal offence.
Key Management	Refers to person in any of the following positions: <ul style="list-style-type: none"> • Chief Executive Officer (CEO); and • General Manager(s)
KPS Berhad	means Kumpulan Perangsang Selangor Berhad
KPS Berhad Group or the Group	means KPS Berhad and its subsidiary companies collectively, as defined in Section 4 of the Companies Act 2016
Policy	Means the Whistleblowing Policy and Guidelines
Reporting Individuals	Refers to a person or group of persons who make/s a whistleblowing report. Such person or group of persons may include employees, members of public and/or third-party stakeholders.
Whistleblower	Any employee, director, consultant, contractor or vendor or any member of public making a complaint and/or a report under this Policy or to any Enforcement Agency.