

# **WHISTLEBLOWING POLICY**

**SBS Nexus Berhad & Group of Companies**  
**(“Collectively Known as SBS Group”)**

## **1. INTRODUCTION**

SBS NEXUS BERHAD and its group of companies (collectively known as “SBS Group” or “the Group”) is committed to promoting high standards of integrity and accountability as well as good corporate governance practices in managing its day-to-day businesses and operations. The Company also aims to conduct its affairs in an ethical, responsible and transparent manner.

The Whistle Blowing Policy (“Policy”) is designed to allow Whistleblower, as hereinafter defined, to disclose any improper conduct in accordance with the procedures and to provide protection to the Whistleblower from reprisal as consequences of making such disclosure.

This Policy is established to enhance the alignment with all the existing laws namely the Whistleblower Protection Act 2010, Companies Act 2016, Malaysian Anti-Corruption Commission Act 2009, Capital Market and Services Act 2007, Personal Data Protection Act 2010 and other applicable laws and regulations in Malaysia pertaining to the above.

However, this Policy does not absolve employees and stakeholders from any statutory obligations contained in any Act and/or Regulation to report criminal offences and/or breaches of law with the relevant enforcement agencies.

This Policy shall be read conjunctively with the existing policies imposed on the Company’s Code of Ethics as well as the procedures set out in the Company’s Employee Handbook and other internal, statutory or regulatory reporting procedures. This policy is not to invalidate the existing policies but to provide more avenues to disclose improper conduct committed or about to be committed by the Group or may be harmful to the Group.

## **2. SCOPE**

This Policy applies to all employees (including employees on contract terms, temporary or short-term employees and employees on secondment) or third parties who have become aware of or genuinely suspect on a reasonably belief that an employee of the Company and/or its subsidiary (“SBS Group” or “the Group”) has engaged, is engaged or is preparing to engage in any Improper Conduct, as hereinafter defined.

## **3. OBJECTIVE**

The objectives of this Policy are:

- a. to provide an avenue and guidance for Whistleblowers to report any Misconduct and set out a procedure for such reporting;
- b. to enable Management to be informed at an early stage about any Misconduct;
- c. to assure Whistleblowers that they will be protected from reprisal or retaliation for reporting any Misconduct in good faith; and
- d. to develop a culture of openness, accountability and integrity.

#### **4. DEFINITION**

**“Whistleblower”** is a person who disclose or reporting information or concerns on Improper Conduct in accordance with this Policy

**“Misconduct”** includes (but is not limited to) fraud, including financial fraud and accounting fraud, bribery or corrupt practice, theft or embezzlement, misuse of position, abuse of power, violation of laws and regulations, violation of SBS Group’s Code of Conduct and Business Ethics and other policies, unethical behaviour or practices or any intentional act deliberately designed to cause loss to the SBS Group.

#### **5. RESPONSIBILITIES**

##### **I. Employees**

Employees are required to acknowledge the Whistleblowing Policy. This is to ensure that they have read and understood the Whistleblowing Policy and are aware of SBS’s commitment to a work environment free of retaliation for reporting a Misconduct.

##### **II. Whistleblowers**

Whistleblowers must act in good faith and must not make false accusations in reporting a Misconduct.

##### **III. Suspected / Alleged wrongdoers**

Suspected / alleged wrongdoers have a duty to fully cooperate with the investigators.

##### **IV. Investigators**

Investigators shall handle all matters of investigations seriously, confidentially and promptly. They shall be independent, unbiased both in fact and appearance, and maintain the confidentiality of the Whistleblowers’ identity, unless the disclosure is required by law pursuant to an investigation.

##### **V. Employees involved in investigations**

Employees who are interviewed or asked to provide information have a duty to fully cooperate with the investigators. They should refrain from discussing or disclosing matters concerning the investigations.

#### **6. ANONYMITY & CONFIDENTIALITY**

SBS recognises that anonymity to Whistleblowers who willingly come forward to report a suspicion of Misconduct is key to encouraging such reporting. However, to prevent false and malicious reporting, poison letters and abuse of the reporting channel, all Whistleblowers must provide sufficient evidence (such as documents, images, footages, audio, email, text messages etc.) in their report to facilitate further investigation, failing which credible reasoning / argument must be presented to show that Misconduct has taken place.

SBS will treat all reports and information provided confidential, save for disclosure on a “need to know” basis to facilitate investigations and/or to mete out the appropriate actions following such investigations.

The whistleblower's identity and personal information will be kept confidential and protected, unless the whistleblower agrees otherwise or as required by law.

Protection against reprisal, including harassment and victimization, will be ensured for the whistleblower following their disclosure.

The whistleblower will be covered by the Whistleblower Protection Act 2010 if they make a good-faith disclosure to an enforcement agency.

If a whistleblower reasonably believes they are facing reprisal, such as harassment or victimization due to whistleblowing, they may consult or report to designated individuals.

## **7. ASSURANCE AGAINST REPRISAL OR RETALIATION**

No adverse action will be taken against Whistleblowers for reporting a Misconduct, or participating or assisting in the investigation of a Misconduct as long as he/she does not provide false information “purposely, knowingly or recklessly” or with malicious intentions.

SBS treats any act of reprisal or retaliation seriously. Any employee responsible for acts of reprisal or retaliation against Whistleblowers who report a Misconduct will result in appropriate disciplinary action, including possible termination of employment.

## **8. REPORTING A MISCONDUCT**

The report of any Misconduct must be made in writing by completing the Whistle Blowing Form as attached in Appendix A. The form shall be emailed to [whistleblowing@sbsgroup.com.my](mailto:whistleblowing@sbsgroup.com.my), which is accessible by all the authorised persons in the the Whistleblowing Committee (WBC) comprising of:

- i. Audit Committee
- ii. Independent Director

## **9. INVESTIGATING REPORTS ON MISCONDUCT**

The WBC will notify the Whistleblowers and acknowledge receipt of the lodged report.

The WBC will review each report and based on the information received and evidence available to it, conduct preliminary investigation to establish whether the claim has merit and can be substantiated.

The WBC will investigate each merited claim independently using appropriate channels, resources and expertise and based on the findings, determine the appropriate action to be taken.

The WBC has the authority to make final decision, including but not limited to, any of the following:

- i. reject the Whistleblowing Form, either in part or in total, if it falls outside the scope of this Policy;
- ii. directing the matter or any part thereof to be dealt with under other appropriate internal procedures which includes disciplinary procedures;
- iii. directing an investigation into the Whistleblowing made and on any persons involved or implicated;
- iv. suspending the persons implicated in the Improper Conduct from work pending any further investigation and/or disciplinary procedures;
- v. obtaining any other assistance from third parties such as external auditors or obtaining legal advice; and
- vi. referring the matter to an appropriate enforcement agency, which includes the police and the Malaysian Anti-Corruption Commission.

## **10. RECORD KEEPING**

A confidential record of each disclosure will be stored securely by the Human Resources Department of the Group for not more than 7 years from the date the disclosure was lodged.

It is the responsibility of the Human Resources Department to be the guardian of the records and to ensure that the documents are properly filed.

All records of disclosures made shall be managed in compliance with the provisions of the Personal Data Protection Act 2010 and other applicable laws.

## **11. REVIEW OF POLICY**

This Policy has been endorsed by the Board of Directors and is made available for reference on Company's corporate website and internal circulation to all employees through email.

It shall be reviewed by the Board of Directors and updated whenever necessary to ensure its effective implementation. Any subsequent amendments to this Policy should be approved by the Board of Directors upon recommendation by the Audit Committee.

This Whistleblowing Policy is dated 23 February 2024.