

## **Whistle-blowing Policy and Procedures**

### **Policy Statement**

ManagePay Systems Berhad (“MPAY”) is committed to the highest standard of integrity, openness and maintaining high standard of accountability in the conduct of its businesses and operations. MPAY aspires to conduct its affairs in an ethical, responsible and transparent manner which is vital to the success of the Group.

### **Objective of the Policy**

To provide an avenue for all employees of MPAY and members of the public to disclose any improper conduct in accordance with the procedures as provided for under this policy and to protect them under such allegations.

This whistle-blowing policy is intended to encourage employees to raise serious and genuine concern(s) about any improper conduct without fear of victimisation, harassment, discrimination or intimidation from the wrongdoer.

### **Scope of the Policy**

This policy is aim to address issue such as reporting, responsibility, confidentially, investigation and resolution to the improper conduct reported. Such improper conduct includes the following:

- 1) Fraud;
- 2) Bribery or corruption;
- 3) Abuse of Power or management override;
- 4) Conflict of Interest;
- 5) Theft or embezzlement;
- 6) Misuse of Company’s Property;
- 7) Negligence
- 8) Miscarriage of justice
- 9) Danger to health and safety or to the environment;
- 10) Non Compliance with Procedure or failure to comply with legal or regulatory requirements;  
and
- 11) The cover-up of any of these in the work place.

The above list is not exhaustive and includes any act or omissions, which if proven, will constitute an act of misconduct under MPAY’ Code of Ethics or any criminal offence under relevant legislations in force.

Whistleblowing procedures are varying from grievance procedures. Typically whistleblowing does not affect the complainant personally. They are different from a normal grievance/complaint in which the complainant is personally affected.

### **Applicability of the Policy**

Subject to the requirement of applicable local jurisdiction, this policy applies to all employees of MPAY and extends to members of the public, where relevant.

## **Reporting Procedures**

- 1) The Whistle-blower should come forward with the information that he/she, in good faith and reasonably believes that an improper conduct was committed, is being committed or will be committed.
- 2) Any concerns should initially be reported to the immediate superior. However, if for any reason the Whistle-blower is reluctant to do so, then the Whistle-blower shall report the concerns in writing and made directly to the Audit Committee Chairman of ManagePay Systems Sdn Bhd via a sealed envelope stated as "Confidential" and send it to the company's registered company secretary address.
- 3) The report must provide full details of the improper conduct and if possible, with the supporting evidence.
- 4) It is the Audit Committee's prerogative to decide whether to initiate the investigation.
- 5) In the event an Investigation Team need to be form, the investigation team shall not comprise of staff from the same department of the person under investigation, the Head of Department of the person under investigation is disqualified and the members must hold higher rank/ position than the person under investigation.

## **Protection to Whistle-blower**

### **A. Confidentiality**

A whistle-blower will be accorded with protection of strict confidentiality of identity unless otherwise required by law or for purpose by or against the Company. The Company will treat all disclosures in a confidential and sensitive manner.

### **B. Harassment or Victimisation**

In addition, an employee who whistles blows internally will also be protected against any adverse and detrimental actions for disclosing any improper conduct committed or about to be committed within MPAY, to the extent reasonably practicable, provided that the disclosure is made in good faith.

The Company will treat such harassment, victimisation or detrimental actions by any employee of the Company as misconduct and institute disciplinary proceedings should there be any cause to consider as harassment, victimisation or detrimental actions against the whistle-blower.

### **Anonymous Whistle-blower**

Any anonymous complaints will not be entertained under this policy. However, concern(s) raised anonymously may be considered by the Audit Committee provided **very strong documentary evidence is enclosed**. The Audit Committee shall at its discretion decide whether or not to pursue investigation on such anonymous allegation and such decision shall be final.

### **Notification**

The whistle-blower will be accorded the privilege to be notified on the outcome of the disclosure upon the completion of the whistleblowing process and procedures.

### **Circulation and review**

This Policy will be circulated to all existing and new employees of MPAY and will be reviewed regularly by the Audit Committee. Any revisions and amendments to this policy will be communicated to all employees of MPAY accordingly.