



CELCOM TIMUR (SABAH) SDN. BHD.

WHISTLEBLOWING POLICY

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Policy Manager : Head of Compliance
Approver : Board of Directors



1. INTRODUCTION

- 1.1 Celcom Timur (Sabah) Sdn. Bhd. ("the **Company**") is committed to conducting its business in accordance with the highest ethical standard and maintaining a workplace environment that encourages open and honest communication. As part of that commitment, the Whistleblowing Policy reinforces the value Company places on its Employees to be honest, disciplined, and respected members of their individual professions and functions within the Company. It provides a method of properly addressing legitimate reports of misconduct in employment, alleged bribery or corruption within the Company or other acts of misconduct.
- 1.2 Whistleblowing is a form of disclosure involving a person or a group of persons, i.e., the Whistleblower(s), who raises concerns about the risk of wrongful activities or to report a wrongdoing. Whistleblowing at the earliest opportunity may significantly prevent and/or reduce harm arising from wrongful activities.
- 1.3 The purpose of this Whistleblowing Policy ("this **Policy**") is to outline a formal and confidential way in which all Employees of the Company can express their concerns on any form of wrongful activities at an early stage and through appropriate channels.
- 1.4 The Company is committed to ensure that its Employees can raise genuine concerns in relation to breach of a legal obligation, fiduciary duty, and miscarriage of justice at the earliest opportunity without being subject to victimization, harassment, or discriminatory treatment and to have such concerns properly investigated.
- 1.5 This Policy shall complement and is to be read together with all the Company's policies including Company's Anti-Corruption Policy.

2. SCOPE

- 2.1 This Policy applies to all individuals under the employment of the Company at all levels, whether permanent, fixed term or temporary, and wherever located including the management of the Company, collectively referred to as (“**Employee(s)**”).
- 2.2 Although this Policy is specifically written for the Company’s Employees, the Company expects and encourages that all and any Third Party including any other third-party performing work or services for or on behalf of the Company to make use of this Policy in the event there is a suspected misconduct that should be reported.
- 2.3 This Policy is intended to assist individuals who believe they have discovered Misconduct or impropriety to report it. It is not designed to question financial, or business decisions taken by the Company, nor should it be used as a reporting channel for grievances that should be dealt with by the Company Human Resources.

3. DEFINITIONS


- 3.1 The following definitions shall apply in this Policy:

“ Compliance Function ”	means the Compliance Department in the Company.
“ Confidential Information ”	means any information that is confidential in nature or sensitive and/or not generally available to the public and in this Policy includes: (a) information about the identity, rank, position or other personal details of a Whistleblower; (b) a person against whom a Whistleblower has made a disclosure; (c) information disclosed by a Whistleblower; or (d) information that, if disclosed, may cause detriment to a person.
“ Detrimental Action ”	has the meaning ascribed to it in Clause 7 of this Policy.
“ Misconduct ”	means any conduct which, if proved, constitutes a misconduct in employment including but not limited to any criminal offence or any conduct that constitutes a, wrongdoing or malpractice and any breaches

	of the Company's Code of Conduct, policies, and manuals and/or any other conduct as more particularly described in Clause 4.2 .
"Third Party"	means any individual or organisation that the Employee comes into contact with during the course of work and the running of the Company's business, and includes business partners, actual and potential clients/customers, intermediaries, referrers of work, vendors, suppliers, contractors, sub-contractors, service providers, distributors, dealers, business partners, resellers, business contacts, business associates, consultants, agents or their personnel (which includes agency staff), representatives, advisers, Public Body (including their advisers, representatives and officials), Government and Non-Governmental Organization.
"Whistleblower"	means the person making a disclosure or allegation against another of any concern related to any Misconduct that is relevant to the employment or contractual relationship with the Company.
"Reporting Channel"	A formal online reporting channel via compliance@ctsabah.com.my . It is designed to protect the privacy of individuals who report a concern, and individuals who are the subject of a reported concern.

4. MISCONDUCT

- 4.1 A Misconduct by an Employee may occur in the course of the Company's business or affairs or at any location which is related to the Company's business. A Misconduct may also occur in any activity or event relating to the Company, or in any other events in which the Company is the subject matter.
- 4.2 Misconduct includes but not limited to:
- (a) criminal offence under the law, such as fraud, corruption, forgery, cheating, criminal breach of trust, insider trading, abetting, or intending to commit criminal offences;
 - (b) giving and acceptance, involvement or solicitation of a bribe, or a favour in exchange for direct or indirect personal benefits;
 - (c) giving and acceptance, involvement or solicitation of a bribe, or a favour in exchange for benefits to the Company;

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- (d) act of theft and/or involvement in fraud;
 - (e) an infringement of any of the Company's policies, procedures, processes and terms and conditions of service or the applicable laws and regulations whether locally or internationally;
 - (f) a failure to comply with any legal obligation;
 - (g) unethical behaviour;
 - (h) coercion, harassment, or discrimination by, or affecting any Employee and/or Third Party ;
 - (i) a substantial mismanagement of the Company's resources;
 - (j) situations within the Company's control that pose a danger to the health or safety of any person;
 - (k) the deliberate concealment of information tending to show any matters listed above; and
 - (l) failure to comply with provisions of relevant laws and regulations where the Employee within the Company knowingly disregards or does not comply with such provisions.

The list above may include references to misconduct as stipulated in the Code of Conduct and/or Employee Handbook and any other alleged misconduct including private conduct or circumstances that places the Company's business reputation at risk or cause the Company to contravene any local laws or regulations.

- 4.3 If a person is unsure whether a particular act or omission constitutes a Misconduct under this Policy, they are encouraged to refer to the Company Employee's Handbook or the Company's Code of Conduct or seek advice from their immediate supervisor or the Company's Human Resource Division and/or the Company's Compliance Function.




5. REQUIREMENT FOR REPORTING OF MISCONDUCT

- 5.1 All Employees are encouraged to notify the Company's Compliance Function promptly of any possible Misconduct. Reporting a Misconduct or suspicion of Misconduct is in the interest of the Company and is an encouraged behaviour from all Employees and others acting on behalf of the Company.
- 5.2 Failure of an Employee to report can constitute a violation of the Company's Code of Conduct and the Company's Anti-Corruption Policy, which may warrant a disciplinary action, including dismissal.
- 5.3 Under this Policy, Third Party or any external parties may also report suspected violations by the Company's Employee or those acting on behalf of the Company.
- 5.4 Whistleblowers are encouraged to disclose their identity when reporting a Misconduct to facilitate investigations and to ensure that the investigations are carried out in accordance with the rules of natural justice. However, the Company will also take anonymous reports seriously and conduct the necessary investigations, if required.

6. REQUIREMENT OF GOOD FAITH

- 6.1 Since an allegation of Misconduct may result in serious personal repercussions for the person that has allegedly committed a Misconduct, any person who intends to lodge any report of Misconduct shall ensure that the report of Misconduct is made in good faith.
- 6.2 Any person making an allegation of Misconduct must have reasonable and probable grounds before reporting such Misconduct and must undertake that such reporting is made in good faith, for the best interest of the Company and not for personal gain or motivation.
- 6.3 The element of good faith shall be deemed to be lacking when:
 - (a) the person does not have personal knowledge or a factual basis for the report of Misconduct;

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- (b) where the person making the report knew or reasonably should have known that the report or any of its contents are false;
 - (c) where the report is frivolous and vexatious; or
 - (d) there are any other circumstances that indicate that the report has been made with malicious intent.

6.4 Any person that has not acted in good faith shall not be entitled to any protection under this Policy.

6.5 In addition, an Employee making allegations or reports that are proven to have been made in bad faith will be subject to disciplinary action, which may include summary dismissal.

7. PROTECTION AGAINST DETRIMENTAL ACTION

7.1 Any Employee (or any Employee assisting the Whistleblower) who makes a report of Misconduct in good faith shall be accorded with protection against retaliation, and not be subject to disciplinary action including dismissal, victimisation, demotion, suspension, intimidation or harassment, hostility, discrimination, any action causing injury, loss or damage or any other retaliatory action each as “Detrimental Action” by the Company.

7.2 Any report of Misconduct made in good faith, even if the report is subsequently found to be untrue shall be eligible for protection under this Policy.

7.3 Any Employee who makes a report of Misconduct in good faith and is subsequently subjected to Detrimental Action may lodge a complaint against the individual purported of committing such Detrimental Action to the Integrity Hotline.

7.4 Any Employee who files a report with ill intent or malice or provides evidence that they know to be false or who does not have any reasonable basis for believing that their reports are truthful and accurate, will not be protected under this Policy and may be subject to disciplinary action, including summary dismissal.

7.5 Any Employee who commits a Detrimental Action against any Employee who has made a report of Misconduct in good faith shall be subjected to disciplinary action, which may include summary dismissal by the Company.



8. PROTECTION OF CONFIDENTIAL INFORMATION

- 8.1 Any person having knowledge of a report of Misconduct shall make all reasonable efforts to maintain the confidentiality of the Confidential Information, in particular the identity of the Whistleblower.
- 8.2 There may be circumstances where it will be necessary to disclose the identity of the Whistleblower for purposes of investigation. If such circumstances arise, the person in charge of the investigation shall endeavour to inform the Whistleblower that his/her identity is likely to be disclosed and to obtain his/her consent prior to the said disclosure.
- 8.3 In order not to jeopardise any investigatory process, the Whistleblower shall make all reasonable efforts to maintain the confidentiality of the Confidential Information, in particular, the fact that a report has been lodged, the nature of the Misconduct and the identity of the person(s) who have allegedly committed the Misconduct.
- 8.4 Any person who obtains any Confidential Information in the course of any investigation of an alleged Misconduct shall not disclose the Confidential Information or any part thereof.
- 8.5 This Policy, except to the extent required by law, does not change an employee's obligation to keep confidential the Company's trade secrets and other confidential information.

9. WHEN PROTECTION MAY NOT BE GIVEN

- 9.1 An Employee of the Company may not avail himself/herself to the protection against Detrimental Action mentioned at **Clause 7** above in the following circumstances:
- (a) if the report of Misconduct or any material statement in the report is false and not made in good faith;
 - (b) if the Employee himself/herself has participated or involved in the Misconduct reported
 - (c) the report of the Misconduct is made solely or substantially with the motive of avoiding dismissal or other disciplinary action; or
 - (d) the Employee breaches the obligation of confidentiality as stated in this Policy.




10. LODGING A MISCONDUCT REPORT

- 10.1 An Employee is advised and urged to lodge a Misconduct report as soon as he/she discovers that commission or an intended commission of a Misconduct has occurred or in any instance where the Employee is instructed to participate in any Misconduct. Please note that if an Employee is directly involved in the Misconduct, the protection under this Policy may not be available to that Employee.
- 10.2 Once an Employee has lodged a report of Misconduct via the Company Reporting Channel, the Company will assess the report and consider what action may be appropriate. This may involve an informal review, an internal inquiry, or a formal investigation. The Employee who lodged the report shall accord full cooperation to the person in charge of the investigation.

11. HOW TO LODGE A REPORT ON MISCONDUCT

- 11.1 An Employee who intends to lodge a report on Misconduct shall lodge such report directly to the Company's Compliance Function or the Reporting Channel.
- 11.2 The Reporting Channel via **compliance@ctsabah.com.my** able to receive reports either anonymously or not which will then send the report to the Company's Compliance Function to investigate the matter.
- 11.3 Such report shall be in writing, detailing all evidence or reasons of belief for the making of such report. An Employee can elect to submit the report anonymously but in order to facilitate a smooth investigation process, it is preferable that the Employee should submit their report with their identity details.
- 11.4 The Misconduct report should contain the following details:
- (a) description of the Misconduct which is believed to constitute a violation and whether the person submitting the information believes the activity constitute a violation of the Company's policies, rules and the applicable laws and regulations;
 - (b) the person or persons involved in the Misconduct;

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- (c) the date or dates on which the Misconduct is believed to have occurred;
 - (d) the location/place which the Misconduct is believed to have happened; and
 - (e) other pertinent information (who, what, when, where and how).

12. INVESTIGATION PROCESS

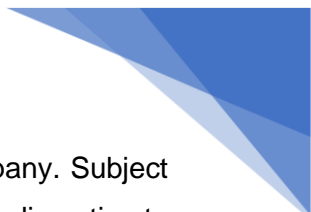
- 12.1 Upon receiving a Misconduct report, the report is reviewed by the Company Compliance Function, depending on the category and severity of the Misconduct. The Company Compliance Function will govern a case subject to the internal categorization of the said case. In cases which present serious allegations or concerns, the Company Compliance Function will undertake an independent investigation to clarify relevant facts. All functions are required to maintain strict standards of information privacy to ensure the integrity of the process.

13. FINDINGS OF INVESTIGATION

- 13.1 Upon the conclusion of the investigation, the findings are reported and recorded in writing by the Company Compliance Function. The Compliance Function then recommends the appropriate disciplinary action to be taken against the Employee guilty of the Misconduct and suggests further recommendations to mitigate the risk of recurrence of such Misconduct.

14. DECISION

- 14.1 All findings of Misconduct investigations shall be submitted to the CEO and/or the Head of HRAC (depending on the category and severity of the Misconduct) to review and decide on disciplinary and corrective action to be taken, if any based, on the recommendations of the Compliance Function. Quarterly updates on misconduct cases will be presented by the Internal Auditor to the Board Audit Committee.



14.2 All findings pertaining to Misconduct shall be kept confidential by the Company. Subject to any prohibition in law or any legal obligations, the Company shall have the discretion to inform the Whistleblower that the investigation has been completed.

15. WHISTLEBLOWER PROTECTION ACT 2010

15.1 The Whistleblower Protection Act 2010 (“**Act**”) accords protection to persons making disclosures of Misconduct in the public and private sector from civil and criminal action. In addition, the Act allows for the proper investigation to be carried out by an enforcement agency having investigation and enforcement functions and powers as more particularly defined in **Section 2** of the Act.

15.2 If an Employee wishes to make a Misconduct report pursuant to the Act, then the reporting Employee will have to make the said report to the relevant enforcement agency. Any investigations and/or actions taken thereafter would be in accordance with the Act and the relevant legislations, and they are independent of the procedures described in this Policy.