



## **MESTRON HOLDINGS BERHAD**

[Registration No. 201801018716 (1280732-K)]

### **WHISTLEBLOWING POLICY AND PROCEDURES**

#### **1. PRINCIPLES**

Mestron Holdings Berhad ("**Mestron**" or "**the Company**") is committed to achieving and maintaining its highest standards in regard to its actions, values and principles. For the maintenance of Mestron's integrity, we encourage all employees, suppliers, customers, shareholders and other stakeholders to report genuine concerns about fraud, malpractices, illegal acts and other acts or omission which is against the interest of the Mestron and its subsidiaries ("**Group**") at the earliest opportunity, and in an appropriate way.

Mestron views any harassments or retaliations in any form or manner against any informer who acted on reasonable ground and in good faith, as gross misconduct and will take action, including dismissal and/or legal action where appropriate.

#### **2. OBJECTIVE**

The Policy serves as an early warning system for the Company to remedy any wrongdoings before serious damage is caused.

The objective of the Policy is to:

- a. promote and maintain the values of high transparency, integrity, impartiality and accountability in the workplace;
- b. promote good corporate governance practices in the workplace;
- c. ensure that employees can raise concerns without fear of reprisals and safeguard such person's confidentiality;
- d. protect a whistleblower from reprisal as consequence of making a disclosure;
- e. provide a transparent and confidential process for dealing with concerns;
- f. support the Company's values; and
- g. maintain a healthy working culture.

Through an effective implementation of this Policy, the Company aims to enhance its accountability in preserving its integrity and to with stand public scrutiny. This in turn enhances and builds the Company's credibility to all our stakeholders.

#### **3. CONFIDENTIALITY AND ANONYMITY**

- a. All disclosures will be treated fairly and properly, and addressed in an appropriate and timely manner.
- b. The identity of the parties reporting any improper acts or omissions will be protected and kept confidential.
- c. Any person making an anonymous report should note that maintaining anonymity may hinder an investigation. Regardless of this, anonymity will be maintained as long as it is permitted by law or until/when the person making the report agrees not to remain

anonymous .

- d. The whistleblower and the alleged wrongdoer will be treated fairly.
- e. Personal information, including the identity of the whistleblower and the alleged wrongdoer shall only be revealed on a 'need-to-know' basis.

#### **4. REQUIREMENT OF GOOD FAITH**

Since allegations of improper conduct may result in serious personal repercussions for the alleged perpetrator, any whistleblower who intends to lodge any report of improper conduct must ensure that the report is made in good faith and supported with evidence, where possible.

The Whistleblower making the allegation of improper conduct must have reasonable grounds for believing in its existence before reporting such improper conduct and must undertake such reporting in good faith, for the best interest of the Company and not for personal gains.

The element of good faith shall be deemed lacking in the following situations:

- a. The person does not have personal knowledge or a factual basis for the report of improper conduct;
- b. Where the person knew or reasonably should have known that the reports are false;
- c. Where the report is frivolous or vexatious; or
- d. Where there are any other circumstances that indicate that the report has been made with malicious intent, ulterior motive or for personal gain.

If a report is made with malicious intention and without reasonable grounds that the information in the report is accurate or reliable or for personal gains, the whistleblower may face disciplinary action.

#### **5. SCOPE OF THE POLICY**

This policy is designed to facilitate employees and members of the public to disclose any improper conduct (misconduct or criminal offence) through appropriate internal channel. Such misconduct or criminal offences include the following:

- possible improprieties in matters of financial reporting;
- a suspected criminal offence;
- fraud;
- corruption, bribery or blackmail;
- breach of contract and breach of law;
- miscarriage of justice;
- non-compliance with regulatory requirements;
- financial or professional misconduct;
- endangerment to health and/or safety of any individual or to the environment;
- unfair treatment;
- improper conduct or unethical behaviour; or
- attempt to suppress or conceal any information relating to any of the above in the workplace.

Collectively referred to as "Improper Conduct".

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

## 6. REPORTING PROCEDURES

### 6.1 Report(s) to be made by Employees

- (a) Any concern should be reported to the immediate supervisor. However, if it is not possible or appropriate to do so, the concern should then be reported to the Group Managing Director.
- (b) Any concern that deemed not appropriate to be reported to the immediate superior should be raised to the attention of the Chairman.
- (c) Upon receipt of the concern, the Group Managing Director or the Chairman (depending on who is the recipient of the reporting) shall set up an investigating team to conduct investigation on the issue/concern raised.
- (d) The progress of the investigation shall be reported to the Group Managing Director or the Chairman.
- (e) Upon completion of the investigation, the Investigators shall submit their full report together with recommendation to the Group Managing Director or the Chairman.
- (f) Actions mandated shall be carried out accordingly.
- (g) If the whistleblower is not satisfied with the way the concern/matter is dealt with, he/she can escalate the report to the Audit and Risk Management Committee ("ARMC") Chairman/Chairwoman. The ARMC will deliberate the matter reported and decide on the appropriate action.

### 6.2 Report(s) to be made by external parties (other than employees)

- i. An external party is advised and urged to report an Improper Conduct as soon as he/she discovers the commission or an intended commission of an Improper Conduct or if he/she is instructed to participate in any Improper Conduct .
- ii. An external party shall make a confidential report of Improper Conduct of an Employee in writing. The report must provide full details of the Improper Conduct and, where possible, with supporting evidence.
- iii. The report should be lodged to the following person:

No.	Name	Designation	Email Address
1.	MAH YING YING	Independent Non-Executive Director	yying.m@gmail.com

## 7. ACTION TO BE TAKEN

The Chairman/Chairwoman of ARMC in consultation with majority of ARMC members will decide whether the case shall be closed or proceed with full investigation.

If an investigation is required, the Chairman/Chairwoman of ARMC may appoint the internal auditor of the Company or an independent party to carry out the investigation. The Whistleblower shall give his/her full cooperation during the course of the investigation, if required.

Upon completion of the investigation, the ARMC shall review the investigation report and recommend action to be taken (if any) to the Board.

ARMC Chairman/Chairwoman to report/update at quarterly meeting on the whistleblowing complaints received at the ARMC meeting, if any.

The whistleblower will be informed of the outcome of the investigation.

## 8. PROTECTION TO WHISTLEBLOWER

A whistleblower will be accorded with protection of confidentiality of identity, to the extent reasonably practicable. In addition, the whistleblower shall not be subject to unfair dismissal,

victimisation, demotion, suspension, intimidation or harassment and discrimination, if the report is made in good faith.

The whistleblower will also be protected under the Whistleblower Protection Act 2010 if he or she makes a disclosure in good faith to an enforcement agency.

Such protection is accorded even if the investigation later reveals that the whistleblower is mistaken as to the facts and the rules and procedures involved.

If a whistleblower reasonably believes that he or she is being subjected to reprisal, including harassment and victimisation, as a consequence of whistle-blowing, he/she should report the matter to the Chairman/Chairwoman of the ARMC.

REVIEWED AND APPROVED BY THE BOARD OF DIRECTORS ON 25 APRIL 2024.

