YINSON HOLDINGS BERHAD

Whistleblowing

POLICY & PROCEDURE

05	14/12/2023	Issued for Implementation	AWC	AGAS	Board
Rev No.	Date	Reason for Issue	Prepared by	Checked by	Approved by

Document Classification: Proprietary			
Document Title:	Whistleblowing Policy & Procedure		
Document No:	YHB-RC-CG-PP-0001		
Process:	Governance, Risk Management & Compliance	**Applicable To:**	YINSON Group of Companies
Revision No:	05	**Effective Date:**	14/12/2023

Table of Contents

1 POLICY STATEMENT 4
2 OBJECTIVE 5
2.1 Scope 5
3 ABBREVIATIONS & DEFINITIONS 6
4 PROTECTION AGAINST REPRISAL 7
5 CONSEQUENCES OF WRONGFUL REPORT 7
6 REPORTING AND ESCALATION PROCESS 8
6.1 Who can make a report? 8
6.2 To Whom Should You Report to? 8
6.3 When should you report? 8
6.4 How should you report? 8
6.5 What should you Report? 9
6.5.1 Reportable Conduct 9
6.6 How will your report be handled? 10
6.6.1 Recording 10
6.6.2 Incident Report 11
6.6.3 Actions to be taken by the AC Chairman 11
6.6.4 Outcome 12
6.6.5 Audit Committee and/or Board Reporting 13
7 WHISTLEBLOWER'S ROLE DURING INVESTIGATION 13
8 POLICY GOVERNANCE 13
9 CONTACT INFORMATION 14

Revision Details

Rev. No.	Section	Details
05	6.4	*"Any report made verbally or in person shall, as soon as practicable, be put into writing …."* amended with: *"A report can be made in writing via the independent whistleblowing channel available on Yinson's corporate website or verbally through the telephone".*
		Removal of *"Name"* and *"Contact Details"* and replaced with *"the Whistleblower should provide his/her personal details as requested by the independent whistleblowing channel"*.
		"You may report anonymously, but when doing so you must be aware that the Prescribed Officer may not be able to provide feedback due to the anonymity", revised to: *"You may report anonymously but it is highly recommended to provide an email address for the Prescribed Officer to obtain further information and for the Whistleblower to remain informed on the status of the report".*
	9	Personal contact details (contact number and email) of the Prescribed Officer and Corporate Secretary is removed.

1 POLICY STATEMENT

YINSON is committed to uphold its stakeholders' trust by adhering to the highest ethical standards of business conduct and promoting a culture of transparency, integrity, and accountability. It expects wrongdoings such as fraud, corruption, financial impropriety, and gross mismanagement to be reported.

Recognising our organisation values, this Policy & Procedure addresses the commitment of YINSON by creating a platform where Whistleblowers can make proper disclosure without fear of retaliation. YINSON encourages Whistleblowers who have concerns about suspected wrongdoings or misconduct that may adversely impact YINSON, to come forward and express these concerns without fear of unfair treatment or reprisal.

2 OBJECTIVE

The objectives of this Policy & Procedure are:

- to provide a channel for all employees of YINSON and external parties (including Business Partners, Third Parties and International Commercial Representatives) to raise concerns or complaints on such matters in confidence;
- to facilitate complaints as early as possible and in a responsible manner by putting into place internal procedures;
- to address complaints in an appropriate and timely manner. When such matters are addressed, they may be prioritised according to the nature or gravity of the alleged wrongdoing(s) or reported risk(s) and the magnitude of the repercussions;
- to protect a Whistleblower from reprisal as a direct consequence of making a complaint and to safeguard the Whistleblower's confidentiality; and
- to treat both the Whistleblower and alleged wrongdoer fairly. The Whistleblower shall be informed of the status of the complaint. The alleged wrongdoer shall be informed of the allegations (though not necessarily at the start of the investigation) and given an opportunity to respond to the allegations. The identities and personal information of the Whistleblower and the alleged wrongdoer shall be kept in strict confidence so far as is reasonably practicable.

2.1 Scope

This Policy & Procedure applies to all employees of YINSON and any external party (including Business Partners, Third Parties, and International Commercial Representatives).

This Policy & Procedure is designed to facilitate the disclosure of any improper conduct (wrongdoings or criminal offences) within YINSON. Such improper conduct may occur in the course of YINSON's business or affairs or at any workplace to YINSON's business or affairs, for example, on YINSON's premises, at an event organised by YINSON, or during a conference attended by YINSON's employees in the course of work.

This Policy & Procedure is not intended to invalidate the grievances procedure and/ or the disciplinary action process as provided in YINSON Code of Conduct and Business Ethics but to serve as an alternative channel for anyone to report concerns or complaints on wrongdoings that may compromise the interest of YINSON.

Hence, it does not apply to grievances concerning one's terms of employment and such matters shall be dealt with in accordance with the Human Resource policies.

If you are unsure whether a particular act or omission constitutes an improper conduct under this Policy & Procedure, please seek advice or guidance from your immediate superior or the Prescribed Officer.

3 ABBREVIATIONS & DEFINITIONS

"AC" refers to YINSON's Audit Committee;

"AC Chairman" refers to the Chairman of the Audit Committee to be appointed by the Board from time to time, currently the person as set out in **Section 9.0**;

"Board" refers to the Board of Directors (executives and non-executives);

"Business Partners" refers to joint venture partners or associate companies;

"GCEO" refers to Group Chief Executive Officer;

''International Commercial Representatives'' refers to agents, sponsors, advisors and others including a person or entity that has been designated as an International Commercial Representative by the Governance, Risk Management & Compliance Department or its designee;

"Policy & Procedure" refers to the Whistleblowing Policy and Procedure;

"Prescribed Officer" refers to the officer in charge of handling whistleblowing complaints and ensuring compliance with the Policy & Procedure to be appointed by the Board from time to time, currently the person as set out in **Section 9.0**;

"Third Parties" refers to any person or entity that is independent from YINSON, which includes agents, suppliers, contractors, vendors or sub-contractors and other parties engaged by or on behalf of YINSON;

"Whistleblower" refers to a person who raises a concern or complaint of non-compliance to YINSON's policies and procedures, and improper conduct within YINSON that are against laws and regulations; and

"YINSON" refers to YINSON Holdings Berhad and its subsidiaries.

4 PROTECTION AGAINST REPRISAL

In YINSON, we view any kind of harassment, victimisation, or reprisal against a Whistleblower seriously and such action will be treated as a gross misconduct, which may lead to disciplinary measures such as disciplinary letter, suspension, demotion, dismissal, or termination of services with YINSON.

A Whistleblower who reports in good faith will be protected from any adverse and detrimental actions.

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

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

The Whistleblower's identity shall also be protected and be kept confidential unless otherwise required to be revealed by law or for the purposes of any legal proceedings. Such information shall only be made known to persons involved in the investigation or on a "need to know" basis.

If the Whistleblower reasonably believes he/ she is being subjected to harassment, victimisation, or reprisal as a direct consequence of having made a report under this Policy & Procedure, he/ she may consult the Prescribed Officer in confidence. Essentially, the complaint shall be processed in a similar manner as a Whistleblowing complaint and is subject to similar requirements.

5 CONSEQUENCES OF WRONGFUL REPORT

Any report which is found to be frivolous or vexatious will not be entertained. The Whistleblower is responsible to ensure that the report is made in good faith and free from any malicious intent.

If the report was found to be made with malicious intent, this may lead to disciplinary measures such as disciplinary letter, suspension, demotion, dismissal, or termination of services with YINSON.

6 REPORTING AND ESCALATION PROCESS

6.1 Who can make a report?

Any person. This includes anyone within YINSON and any external party (including Business Partners, Third Parties, and International Commercial Representatives).

6.2 To Whom Should You Report to?

Any concern or complaint shall be made to the Prescribed Officer.

In exceptional circumstances, the concern or complaint can be made directly to the AC Chairman in either of the following circumstances:

- where the wrongdoing involves the Prescribed Officer, GCEO or a director; or
- in cases where, the Whistleblower in good faith and reasonably believes that it is inappropriate to report the matter to the Prescribed Officer (for instance, the Prescribed Officer is a close friend of the alleged wrongdoer).

In such a circumstance, the AC Chairman shall be empowered to make the final decisions. The AC Chairman may designate any persons he deems appropriate (whether such person is from YINSON or an external party) to assist with the investigation.

6.3 When should you report?

We encourage you to make a report as soon as you have information of such wrongdoing. Delaying may be detrimental to the investigation and makes it harder for YINSON to address and resolve the concern.

You are not expected to have substantial evidence when making a report although you need to demonstrate reasonable grounds for the concerns. If you know as a matter of fact that a wrongdoing is going to take place, such concern should be raised immediately.

6.4 How should you report?

A report can be made in writing via the independent whistleblowing channel available on YINSON's corporate website, or verbally through telephone.

In order for YINSON to accord the Whistleblower with the necessary protection and to obtain more details pertaining to the report, the Whistleblower should provide his/ her personal details as requested by the independent whistleblowing channel.

You may report anonymously but it is highly recommended to provide an email address for the Prescribed Officer to obtain further information and for the Whistleblower to remain informed on the status of the report**.** Furthermore, proper investigation may prove difficult if the information provided cannot be verified and the Prescribed Officer is unable to obtain further information from the person making the report.

If any complaint is submitted directly to the AC Chairman, it shall be submitted in writing and forwarded in a sealed envelope to the AC Chairman, in care of the Corporate Secretary. It shall be in an envelope labelled with a legend such as, *"To be opened by the Audit Committee Chairman only. Being submitted pursuant to the "Whistleblowing Policy & Procedure" adopted by the Board"*. Any such envelopes received by the Corporate Secretary shall be forwarded promptly and unopened to the AC Chairman.

6.5 What should you Report?

Information required when submitting a report is as follows:

- **What is the alleged act?** Please ensure that the alleged act falls within the category of a Reportable Conduct. Please refer to ***Section 6.5.1*** on what is a Reportable Conduct. Please include as many details of the wrongdoing as reasonably possible, for instance, the nature of allegation and background information of the allegation;
- **When and where did it occur?** Please include the date, time and place of its occurrence; and
- **Who is involved in the act?** Please include the identity of the alleged wrongdoer and particulars of witnesses, if any; and
- **What are the supporting documents and evidence?** Please attach documentary evidence, if any, to support the report.

Every effort will be made to protect the Whistleblower's identity, where reasonably practicable. Please rest assured that any information obtained about the Whistleblower will be kept confidential.

6.5.1 Reportable Conduct

Reportable Conduct refers to any act or omission which:

- is unlawful, unethical, corrupt and improper i.e. bribery, theft, misappropriation of assets, embezzlement, harassment, use or sale of drugs;
- is in non-compliance with YINSON's policies and procedures;
- is in breach of any relevant laws or regulations in the countries where YINSON operates;

- is an abuse of authority and/or conflict of interest;
- may cause financial or non-financial loss to YINSON or damage to YINSON's reputation;
- creates a danger to lives, health or safety of any person; or
- involves knowingly directing or advising a person to commit any of the above wrongdoings; and
- suppresses or conceals information relating to any of the above actions.

Examples of Reportable Conduct include, but are not limited to:

- Suspicion of fraud, corruption and accounting offenses
- Harassment or bullying, discrimination and racism (including moral, sexual harassment or other forms of violence)
- Child labour, poor working conditions
- Damage to the environment
- Manipulation of financial information

Such Reportable Conduct shall exclude matters:

- which are frivolous, malicious or vexatious in nature or motivated by personal agenda or ill will;
- pending or determined through YINSON's disciplinary proceedings; or
- pending or determined through any tribunal or authority or court, arbitration, or other similar proceedings.

Such Reportable Conduct may occur in the course of YINSON's business or affairs or at any workplace to YINSON's business or affairs, for example, on YINSON's premises, at an event organized by YINSON, or during a conference attended by YINSON's employees in the course of work.

If you are unsure whether a particular act or omission constitutes a Reportable Conduct under this Policy & Procedure, please seek advice or guidance from your immediate superior or the Prescribed Officer.

6.6 How will your report be handled?

6.6.1 Recording

The Prescribed Officer will record all reports received in the Whistleblowing register. The Whistleblowing register shall include information such as the assigned case number, summary of complaint received, method of communication, date of complaint received, country of report, status of case, category of complaint, etc.

If there are any original hardcopy documents, a physical folder containing all original hardcopy documents received shall be marked as *"Privilege and Confidential"* and be retained for a period of up to at least seven (7) years.

6.6.2 Incident Report

The Prescribed Officer will prepare an incident report to document the preliminary assessment of the complaint, details of the complaint and the recommended next step to be taken ("Incident Report"). The recommended next step may include any of the following:

- Dismissal of the complaint reported;
- To obtain further clarification or to conduct further verification of information and facts received; or
- To proceed with investigation.

This Incident Report shall be submitted to the AC Chairman within three (3) working days from the receipt of the complaint. In the event the Whistleblowing case involves moral, sexual harassment or other forms of violence in the workplace, a disclosure summary and case status (i.e. whether "in progress" or "completed") may be required to be communicated to certain groups due to local law requirements (e.g. Internal Commission of Employees (CIPA) whereby the whistleblowing case involves moral, sexual harassment or other forms of violence in the workplace involving employees in Brazil).

In circumstances whereby, there is insufficient information to facilitate the preliminary assessment of the complaint and the Whistleblower is identified, the Prescribed Officer can request for additional information from the Whistleblower. However, if the additional information is not forthcoming from the Whistleblower; the Prescribed Officer will record and file the Incident Report and Whistleblowing register as 'insufficient information" with justifications, where required. The results of the preliminary assessment should be submitted to the AC Chairman within two (2) weeks subsequent to the submission of initial Incident Report.

6.6.3 Actions to be taken by the AC Chairman

The Incident Report shall be submitted to the AC Chairman who will review and evaluate the Incident Report in an independent, fair, and unbiased manner with respect to all parties involved and in accordance with the relevant laws and principles.

The AC Chairman has the authority to make final decisions including but not limited to the following:

- dismissal of the complaint reported;
- directing the concerns or complaints or any part thereof for consideration under other internal procedures or disciplinary procedures, if appropriate and applicable;

- resolution without recourse to an investigation;
- directing further investigations to be conducted by the Prescribed Officer or any other person from within or outside YINSON;
- obtaining assistance from external party (for instance, external auditors or legal advice);
- suspending the alleged wrongdoer or any other implicated person from work to facilitate any fact-finding or to avoid any employee's exposure to a threat or harm;
- take legal action against the wrongdoer;
- subject the alleged wrongdoer to disciplinary actions; and
- referring to the police or any other appropriate enforcement authority.

The AC Chairman has the authority to appoint the Prescribed Officer or any other person from within or outside YINSON to conduct the investigation. The AC Chairman may also decide if the complaint should be escalated to the Board for deliberation.

If the allegation involves the GCEO or a director, the complaint shall be referred directly to the AC Chairman who shall then be responsible for the investigation and recommendation to the Board who has the authority to make all final decisions.

Unless otherwise decided or extended by the AC Chairman, any fresh or further investigation to be conducted shall be completed within thirty (30) days from the date the AC Chairman directs such fresh or further investigation.

6.6.4 Outcome

At the completion of the investigation, the Whistleblower and the subject of the complaint shall be notified on the outcome of the investigation.

Unless the Whistleblower making the report has chosen to remain anonymous, the Whistleblower shall receive sufficient information on the continuing process and outcomes within due time.

If the Whistleblower is dissatisfied with the outcome of the investigation, the Whistleblower may submit another detailed report explaining why this is the case and the concern will be investigated again if there is good reason to do so.

6.6.5 Audit Committee and/or Board Reporting

A Whistleblowing summary update containing the number of complaints received, types of complaints, nature of process or resolution, recommended subsequent action and summary of investigation will be presented to the Audit Committee and/or Board on a half yearly basis.

7 WHISTLEBLOWER'S ROLE DURING INVESTIGATION

The Whistleblower is expected to give his/ her full cooperation in an investigation, or any other process carried out pursuant to this Policy & Procedure. The Whistleblower involved in the investigation shall take all reasonable steps to attend the meeting with the appointed investigators. He/ she shall be given an opportunity to provide as much information with regards to the allegations at that meeting, and his/ her own response shall be recorded in the minutes of that meeting.

During the investigation, the Whistleblower shall not:

- Contact the alleged wrongdoer in an effort to determine facts or demand restitution;
- Discuss the case, facts, suspicions or allegations with anyone unless specifically requested by the Prescribed Officer.

Providing false information to an investigation as well as delaying, interfering with or refusing to cooperate with an investigation may lead to disciplinary measures. In the event the Whistleblower is implicated or discovered to be or has been involved in the reported wrongdoing, he/ she will be subjected to the appropriate disciplinary actions.

8 POLICY GOVERNANCE

This Policy & Procedure shall be reviewed by the Audit Committee on a regular basis, as and when necessary, to ensure its relevance and effectiveness in keeping with YINSON's changing business environment, administrative or operational needs. The latest copy of this Policy & Procedure is available in YINSON's corporate website and other channels, as appropriate.

9 CONTACT INFORMATION

Prescribed Officer	**Head of Group Governance, Risks and Compliance** Yinson Holdings Berhad Level 16, Menara Southpoint, Mid Valley City, Medan Syed Putra Selatan, 59200 Kuala Lumpur, Malaysia
Corporate Secretary	**Head, Group Corporate Secretary** Yinson Holdings Berhad Level 16, Menara Southpoint, Mid Valley City, Medan Syed Putra Selatan, 59200 Kuala Lumpur, Malaysia
Audit Committee Chairman	**Audit Committee Chairman** Yinson Holdings Berhad Level 16, Menara Southpoint, Mid Valley City, Medan Syed Putra Selatan, 59200 Kuala Lumpur, Malaysia