

**SEMICO CAPITAL BERHAD**  
**(formerly known as Basil Park Sdn Bhd)**  
(Registration No. 202401043120 (1588966-W))  
(Incorporated in Malaysia under the Companies Act 2016)

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**WHISTLEBLOWING POLICY AND PROCEDURES**

**1. POLICY STATEMENT**

Semico Capital Berhad (“**Company**”) is committed in upholding values and highest standard of work ethics for all directors, managers and employees in line with good corporate governance and business integrity practices.

The Company has adopted whistle-blowing policy (“**Policy**”) to provide an avenue for all employees of the Group including and all agents, vendors, contractors, suppliers, consultants and customers to raise genuine concerns of any wrongdoing or improper conduct within the Group.

**2. OBJECTIVE**

The objective of this Policy is to encourage reporting of any suspected fraud, corruption, conduct or inappropriate behaviour of the Company. The Policy will provide an avenue for all employees of the Company and all agents, vendors, contractors, suppliers, consultants and customers of the Company and members of the Company to raise concerns about any improper conduct without fear of retaliation and to offer protection for the reporter who reports such allegations. This will strengthen the accountability and transparency in the business affairs of the Company.

**3. TYPE OF IMPROPER CONDUCT**

The following shall constitute “Reportable Misconduct” under this Policy but not limited to the followings:

- i. Fraud and misappropriation of funds or assets;
- ii. Misconduct such as bribery, corruption or blackmail;
- iii. Violation of the Company’s code of conduct, procedures or policies;
- iv. Improper or unethical conduct or behaviour;
- v. Conflict of interest;
- vi. Theft or embezzlement of fund or assets;
- vii. Abuse of power or position;
- viii. Breach of confidentiality;
- ix. Criminal breach of trust;
- x. Failure to comply with any legal obligations or breach of internal control;
- xi. Danger to health and safety of any employee of the Company or any other individual; and
- xii. Sexual harassment.

**4. PROTECTION TO WHISTLEBLOWER**

The Company is committed in ensuring confidentiality in respect of all matters raised under this Policy and those who lodge a report in good faith.

**a) Confidentiality**

The identity of a Whistle Blower will not be disclosed without his prior consent. Where concerns cannot be resolved without revealing the identity of the Whistle Blower (i.e. if the evidence is required in court), a dialogue will be carried out with the Whistle Blower as to whether and how the matter can be pursued

The Company assures that all reports will be treated in the strictest of confidence and will be promptly investigated.

**b) Assurance against retaliation and immunity from disciplinary action**

This Policy provides assurance that the whistle-blower, if an employee of the Company, shall be protected against retaliation and immunity from disciplinary action from the whistle-blower's immediate supervisor or department/division head or any other person exercising power or authority over the whistle-blower in his/her employment. However, whistle-blowers making a report in bad faith or based on unfounded allegations or containing trivial and malicious claims maybe subjected to disciplinary actions by the Company.

**5. WHISTLE-BLOWING CHANNEL**

**5.1 Report(s) to be made by Employees**

- (a) Any concern should be reported to the Chairman of the Audit and Risk Management Committee ("**ARMC**") by providing and completing the information as required in the form annexed herewith as Appendix A. The report should be lodged to the Chairman of the ARMC via email at [armc@semico.com.my](mailto:armc@semico.com.my). If the matter involves the Chairman of ARMC, the whistleblower is required to report to the Chairman of the Board of Directors of the Company ("**Board**").
- (b) Upon receipt of the report, the Chairman of ARMC shall access the seriousness of the matter and assigned to the relevant management personnel / investigator to investigate. The progress of investigation shall be reported to the ARMC.
- (c) Upon completion of the investigation, the investigator shall submit their full report together with appropriate course of action / recommendation to the ARMC for their deliberation.
- (d) Actions mandated shall be carried out accordingly and steps to prevent similar situation arise will be implemented if possible.

**5.2 Report(s) to be made by external parties (other than employees)**

- (a) 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.
- (b) 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 in the form annexed herewith as Appendix A and, where possible, with supporting evidence. The report should be lodged to the Chairman of the ARMC via email at [armc@semico.com.my](mailto:armc@semico.com.my).

- (c) The report should be lodged to the Chairman of ARMC.
- (d) The Chairman of ARMC in consultation with majority of ARMC members will decide whether the case shall be closed or proceed with full investigation.
- (e) If an investigation is required, the Chairman 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.
- (f) Upon completion of the investigation, the ARMC shall review the investigation report and recommend action to be taken (if any) to the Board.
- (g) ARMC Chairman to report/update at quarterly meeting on the whistleblowing complaints received at the ARMC meeting, if any.
- (h) The whistleblower will be informed of the outcome of the investigation.

**6. ANONYMOUS WHISTLEBLOWER**

Any anonymous disclosure will not be entertained. Any employee or member of the public who wishes to report improper conduct is required to disclose his identity to the Company in order for the Company to accord the necessary protection to him/her. However, the Company reserves its right to investigate into any anonymous disclosure.

**7. AMENDMENT OF POLICY**

This policy cannot be amended without approval from Board. The Group must diligently monitor these procedures to ensure that they meet the objectives of relevant legislation and remain effective for the Group, and, if necessary, implement changes subject to the approval of the Board. It will be reviewed from time-to-time to ensure that it remains effective and meets best practice standards and the needs of the Company.

This Policy has adopted by the Board on 21 May 2025 and is available on the Company's corporate website.

**END.**

**WHISTLE BLOWING REPORT FORM**

The report should be lodged to the Chairman of Audit and Risk Management Committee.

<b>PART A: To be completed by individual raising a concern</b>			
<b>1. Details of Whistle Blower</b>			
Name:			
Contact no.:	(H)	(O)	(M)
Email:			
<b>2. Issue Raised:</b>			
Nature of the Concerns:			
Background, Date and History of the Concerns:			
Identity of the Person Engaged in Improper Conduct:			
Reasons for the Concerns:			
Details of Evidence and Witnesses:			
Whether Action Has Already Been Taken and By Whom:			
Whether Whistle Blower Has Any Personal Interest in the Matter Reported:			
<b>Submitted by:</b> Name: Date : Time :		<b>Received by:</b> Name: Date : Time :	
<b>PART B: To be completed by Investigator/ Investigating Officer</b>			
3. Additional information:			
4. Investigation of Concern/ Steps Taken to Address the Concern:			
5. Findings:			
6. Recommendations:			
7. Preventive Measures to be Taken:			
<b>Prepared by:</b> Name: Date : Time :			