

Whistleblowing Policy and Procedures

Inari Amertron Berhad

1. General Statement

The Directors and employees of Inari Amertron Berhad (“Inari”) and its subsidiaries (collectively referred to the “Group”) are committed to observe high business standards and strong personal ethics when discharging their duties and responsibilities. Integrity must be observed at all times and emphasis must be placed on compliance with all applicable laws and regulations.

All Directors, employees, shareholders, suppliers, customers and other stakeholders of the Group are called upon to report genuine concerns on misconducts which implicate a wrongdoer within the Group.

2. Definitions

Misconduct – Any conduct in relation to a breach of legal obligation (including negligence, criminal activity, breach of contract and breach of law), miscarriage of justice, danger to health and safety or to the environment and the cover-up of any of these within the Group.

Stakeholders – A person, group or organisation that has an interest or a concern in the Group and can be impacted by the actions of the Group. For example, this would include shareholders, employees, suppliers, customers, contractors, and members of the public.

Whistleblower – Refers to a person who informs the Designated Officers within the Group and/or enforcement agencies when he/she has reasonable grounds to believe a misconduct has taken place, going to take place or will take place.

Whistleblowing – The act of reporting or making a protected disclosure about a misconduct of employees, Management and Directors of the Group by an employee or other stakeholders to the Designated Officers within the Group.

Wrongdoer – Employees and Directors within the Group who performed the misconduct.

3. Objective of this Policy

This Whistleblowing Policy and Procedures (“Policy”) is intended to reflect a robust whistleblowing approach that can deter current and future misconducts. Bona fide concerns relating to misconducts involving employees and Directors within the Group can be reported in accordance with the stipulations encapsulated in this Policy.

This Policy is designed to:

- promote candour, transparency and accountability that will engender a healthy corporate culture;
- promote good corporate governance practices within the Group;
- strengthen the internal control system within the Group;
- foster confidence in the business activities of the Group and along the supply chain of the Group;
- facilitate identification of misconducts at the get-go stage to allow for timely remedial measures;

- ensure that Directors, employees and other relevant stakeholders of the Group are supported to raise genuine concerns in confidence;
- protect whistleblower from reprisal in any form; and
- preserve the long-term reputation of the Group.

4. Confidentiality

The identity of the whistleblower raising a concern shall be kept confidential unless otherwise required by law or for the purpose of any proceedings by or against the Group. A violation of the confidentiality of information reported by any party privy to the information would constitute a misconduct by itself.

In order to maintain confidentiality, no information concerning the status of an investigation shall be divulged. The proper response to any such inquiries would be: "I am not at liberty to discuss this matter". Under no circumstances shall any reference be made to "the allegation," "the crime," "the fraud," "the forgery," "the misappropriation," or any other specific reference to the subject matter of the whistleblowing report.

Given that the anonymity of the whistleblower will be preserved, anonymous reports generally will not be entertained so as to prevent vexatious and frivolous allegations. However, the Group reserves the right to investigate anonymous whistleblowing reports depending on the nature and gravity of the allegations in the report.

5. Reporting procedures

This Policy is intended to complement normal channels of communication and reporting lines within the Group, as described in the Feedback Channel Operating Procedures (Document No. HR-023) and the HR Policy and Procedures Handbook (Document No. HR-017).

Who can report:

Any of the following Persons can make a report:

- the Group's employees, including permanent, contract and casual workers (including foreign workers, interns and trainees);
- Directors of the Group; and
- other stakeholders who are natural persons and not being incorporated or unincorporated bodies (e.g. shareholders, customers and suppliers).

What to report:

This Policy is primarily to enable all employees and other relevant stakeholders to report their concerns at the earliest opportunity so that the concerns can be investigated objectively in a timely manner. Reportable concerns or misconducts covered under this Policy would amongst other include:

- acceptance, involvement or solicitation of a bribe;
- criminal offences, e.g. fraud, corruption, forgery, intentional deceit, criminal breach of trust, insider trading and money laundering;
- misuse and/or misappropriation of the Group's funds or assets;

- improprieties within the Group;
- breach of the provisions in the Group's Code of Business Conduct and Ethics, including sexual harassment or other abuses of human rights;
- breach of contract;
- negligence or other tort-related offence (e.g. assault, battery, trespass);
- actions which endanger the health or safety of the Group's employees, the public or the environment;
- deliberately conceal or attempt to conceal information relating to misconducts; and
- knowingly direct or abet a person to commit misconducts.

The aforementioned list is not exhaustive and includes any other acts or omissions, which if proven, will constitute an act of misconduct.

This Policy is not intended to cover individual grievances, e.g. Concerns relating to the treatment as an employee for which such matters are already covered in the Group's Employee Handbook. Similarly, if any customer has a concern about the product or services provided to them, it should be raised as a complaint to the relevant Departments within the Group.

When to report:

A report on misconduct may be made if the Person has reasonable belief that the alleged wrongdoer is engaging, has engaged, or is prepared to engage in misconducts.

The whistleblower is not expected to have substantial evidence of proof beyond reasonable doubt or be able to identify a particular person to which the report relates. If the whistleblower knows as a matter of fact that there are reasonable grounds of suspicion that a misconduct is going to take place, is taking place or has taken place, the whistleblower shall come forward with any information or document(s) that they have.

All whistleblowers are expected to act in good faith and not to abuse the protection of anonymity. If allegations are subsequently proven to be mala fide, the person responsible may be subject to appropriate actions by the Group, including legal action where applicable.

How to proceed:

All reports pursuant to this Policy are to be made to the Designated Officers via the procedures below:

- a. A report can be made in writing, verbally or in writing via electronic mail ("e-mail") or Whistleblowing Disclosure Form as set out in **Appendix 1** or employee feedback form as set out in the Feedback Channel Operating Procedures (Document No. HR-023) and the HR Policy and Procedures Handbook (Document No. HR-017)). If a disclosure is made orally, it must be followed by a report in writing or via email. Report made in writing must be submitted in a sealed envelope to preserve the confidentiality of information.

- b. A report shall include at least the following particulars:
- i. name, designation, current address and contact numbers (an employee of the Group) or name, name of employer and designation, current address and contact number (not an employee of the Group);
 - ii. basis or reasons for their concerns, including details of the wrongdoing such as its nature, the date, time, and place of its occurrence and the identity of the alleged wrongdoer, if available;
 - iii. particulars of witnesses, if any; and
 - iv. particulars or the production of documentary evidence, if any.
- c. Any evidence obtained from the whistleblower shall be documented and kept confidential. The whistleblower may be asked to provide further clarification and information from time to time, for example, if an investigation is conducted.

The Group has established a proper channel for whistleblowing as specified below (*Note: Other stakeholders who are not employees of the Group are also encouraged to report their concern via this channel*):

Table 1

Level of disclosure	Designated Officers	Communication channel
Disclosure against all levels of staff up to the rank of Senior Management (excluding Chief Executive Officer, members of the Board of Directors or the Company Secretaries)	Immediate superior	Verbal communication or writing via email or employee feedback form
Disclosure against all levels of staff up to the rank of Senior Management (excluding Chief Executive Officer, members of the Board of Directors or the Company Secretaries) – minor misconduct (<i>If the employee is not comfortable to report the concern to the immediate superior or not satisfied with the immediate superior's response</i>)	(a) Human Resources Manager or (b) Group Chief Financial Officer	Mail: (a) Human Resources Manager or (b) Group Chief Financial Officer Inari Amertron Berhad D-07-03, Plaza Kelana Jaya Jalan SS7/13A, Kelana Jaya 47301 Petaling Jaya Selangor Darul Ehsan Name: Ms Chong Poh Leng Email: poh-leng.chong@inariberhad.com Phone: +603 - 7876 0169
Disclosure against all levels of staff up to the rank of Senior Management (exclude	(a) Group Chief Financial Officer	Contact: (a) Group Chief Financial Officer

Level of disclosure	Designated Officers	Communication channel
Chief Executive Officer, members of the Board of Directors or the Company Secretaries) – major misconduct	or (b) Group Chief Executive Officer	<p>Name: Ms Chong Poh Leng Email: poh-leng.chong@inariberhad.com Phone: +603 - 7876 0169</p> <p style="text-align: center;">or</p> <p>(b) Group Chief Executive Officer</p> <p>Name: Mr Lau Kean Cheong Email: kc.lau@inariberhad.com Phone: +604 - 645 6618</p> <p>Mail: Inari Amertron Berhad D-07-03, Plaza Kelana Jaya Jalan SS7/13A, Kelana Jaya 47301 Petaling Jaya Selangor Darul Ehsan (Strictly Confidential)</p>
Disclosure against the Chief Executive Officer, members of the Board of Directors or the Company Secretaries <i>(If reporting to the Management is a concern)</i>	Audit Committee, comprising independent Board members of Inari.	<p>Mail: Audit Committee Chairman No 45-5, The Boulevard Mid Valley City Lingkaran Syed Putra 59200 Kuala Lumpur (Strictly Confidential)</p> <p>Name: Mr Foo Kok Siew</p>

Employees concerned about speaking to another member of staff or who wants to seek advice on how to raise a concern, can speak in confidence, to an independent third party by calling the whistleblowing hotline as set out in the Feedback Channel Operating Procedures (Document No. HR-023). The independent party will provide the employee with counselling advice. These concerns will be reported to the Group without revealing the identity of the whistleblower.

In the event where the Designated Officers are seen to be conflicted, disclosure may be made to enforcement agencies¹ to seek recourse.

6. Investigation and handling of report

Whistleblowing reports shall be investigated and handled promptly with the whistleblower and the alleged wrongdoer being treated fairly. The process of the investigation and handling of the report is as follows:

¹ Defined in accordance with Section 2 of Whistleblower Protection Act 2010, “enforcement agency” means, amongst others, any ministry, department, agency or other body set up by the Federal Government, State Government or local government; or a body established by a Federal law or State law, which is conferred with investigation and enforcement functions.

- a. The Designated Officers receiving the reports shall assess the disclosure, including leading the investigation, and have a view if wrongdoing was indeed committed under the terms of strict confidentiality. If preliminary investigation shows that the disclosure falls within the ambit of reportable misconducts, then the report shall be directed to the Direct Report of the Designated Officers, where applicable.
- b. In the case of minor misconduct disclosure against staff up to Senior Management position, the Human Resources Manager or Group Chief Financial Officer may proceed with evaluation and investigation in accordance with the Group's Employees Handbook.
- c. In the case of major misconduct disclosure against staff up to Senior Management position, the Chief Executive Officer shall decide if an investigation is to be conducted by the Audit Committee, or in accordance with the Group's Employees Handbook.
- d. All whistleblowing cases and findings will be reported to the Audit Committee on a quarterly basis where appropriate course of action will be recommended to the Audit Committee for their deliberation.
- e. Where the whistleblowing disclosure involves the Chief Executive Officer, members of the Board of Directors or the Company Secretaries, the Audit Committee, comprising of independent Board members of the Group, shall be responsible to evaluate and manage the whistleblowing case.
- f. If the disclosure was of a genuine concern with good faith, but without any case to answer, the Designated Officers will seek to ensure there are no reprisal actions of any form against the whistleblowers. However, disciplinary action will be taken against allegations that are made frivolously with malicious intention.
- g. The Designated Officers shall have unrestricted access to the necessary Group's records and information, within the scope of the investigation.

7. Protection

The Group is committed to this Policy, and it is understandable that whistleblowers are sometimes worried about possible repercussions. As such, this Policy is drawn to formulate practical whistleblowing protection mechanisms for those who report misconducts.

Upon making a disclosure in good faith, based on reasonable grounds to the Designated Officers, the whistleblower shall be accorded with protection of confidentiality of identity to the extent reasonably practicable, and protection against any adverse and detrimental actions. Such protection shall be accorded even if the whistleblower turn out to be mistaken after investigations for this Policy is intended to facilitate responsible whistleblowing.

Any retaliation, including, but not limited to, any act of discrimination, harassment, suspension, constructive or actual dismissal, demotion, vengeance or any other occupational detriment, threatened or taken against a whistleblower will not be tolerated and would be treated as a misconduct, and may result in disciplinary action if any of such acts was committed.

This protection is not extended to those who maliciously made a report that they know is untrue or is not in accordance with the stipulations of this Policy.

8. External disclosures

The aim of this Policy is to provide an internal mechanism for reporting, investigating and remedying any misconducts within the Group.

However, in certain instances, it may be appropriate to report to the relevant enforcement agencies e.g. Malaysian Anti-Corruption Commission, Securities Commission, Bursa Malaysia and the Companies Commission of Malaysia. For example, paragraph 15.16 of the Main Market Listing Requirements by Bursa Malaysia Securities Berhad states that “where an audit committee is of the view that a matter reported by it to the board of directors of a listed issuer has not been satisfactorily resolved resulting in a breach of these Requirements, the audit committee must promptly report such matter to the Exchange”.

Similarly, Section 25(1) of the Malaysian Anti-Corruption Commission Act 2009 states that “any person to whom any gratification is given, promised or offered, in contravention of any provision of this Act shall report such gift, promise or offer together with the name, if known, of the person who gave, promised or offered such gratification to him to the nearest officer of the Commission or police officer”.

Under the Whistleblower Protection Act 2010, a whistleblower who makes a disclosure in good faith to an enforcement agency is accorded with certain protection subject to the provisions of the said Act as follows:

- Protection of confidential information [Section 7(1)(a) of Whistleblower Protection Act 2010];
 - Immunity from civil and criminal action [Section 7(1)(b) of Whistleblower Protection Act 2010]; and
 - Protection from detrimental action [Section 7(1)(c) of Whistleblower Protection Act 2010];
- and for the purpose of Section 7(1)(c), the protection shall be extended to any person related to or associated with the whistleblower.

An external disclosure must only be made to the relevant enforcement agency. A public disclosure to anyone else could result in a revocation of the protections being accorded under the Whistleblower Protection Act 2010.

9. Ownership, Monitoring and Review of this Policy

The Audit Committee of Inari has overall responsibility for this policy and shall review and amend this Policy periodically or as and when necessary, to be in line with legislative promulgations such as Companies Act 2016, Capital Markets and Services Act 2007 (Amendment 2012), Whistleblower Protection Act 2010 and the Malaysian Anti-Corruption Commission Act 2009. All revisions or amendments to this Policy shall only be made with the approval of Audit Committee.

The Group shall provide training and communicate this Policy to its Directors, employees and other stakeholders using communication channels such as the Company’s website.

This Policy shall be held in custody of, and filed by the Company Secretaries who are also Secretaries to the Audit Committee.

Date: 27 August 2020

Appendix 1: Whistleblowing Disclosure Form

PART A - To be completed by individual raising a concern			
1.	Details of whistle-blower (Please complete whichever applicable)		
	Name:		Contact no.:
	Company, Position and department:		
	Current address:		
	Email address:		
2.	Complaint/ report:		
	Details of the suspected personnel involved:		
	Details of the incident (including place, date and time of incident, as well as names of those involved):		
	Estimated transaction amount and type (if it is known):		
	Details of evidence and witness(es):		
Submitted by:		Received by:	
	Name:		Name:
	Date:		Date:
	Time:		Time:
PART B - To be completed by Designated Officer in accordance to Table 1			
3.	Additional information		
4.	Investigation of concern/ steps taken to address the concern		
5.	Findings		
6.	Recommendations		
7.	Preventive measures to be taken		
8.	Outcome of the investigation communicated to the whistleblower	Please indicate:	
		YES	NO
		Date communicated:	Reason:
Date resolved:			