



# **GDB HOLDINGS BERHAD**

**201301006623 (1036466-U)**

**(Incorporated in Malaysia)**

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## **WHISTLE BLOWING POLICY**

### **1. INTRODUCTION**

GDB Holdings Berhad (“GDB” or “the Company”) and its subsidiaries (“the Group”) are committed to ensuring the highest standards of corporate governance and integrity in all aspects of its business.

In recognising the abovementioned values, the Group provides an avenue for employees and all stakeholders to raise genuine concerns regarding any improper conduct and/or detrimental actions occurring within the Group and concerns raised are dealt with appropriately and effectively.

### **2. OBJECTIVE**

The intended objectives of this Policy are to:

- (i) Provide a mechanism for employees and stakeholders to report their concerns freely and without fear of reprisal;
- (ii) Ensure the protection to an individual who reports the concern or allegation in good faith are dealt with on a strictly confidential basis;
- (iii) Encourage and develop a culture of openness, accountability and integrity;
- (iv) Enable Management to be informed at an early stage about acts of misconduct and/or detrimental actions; and
- (v) All complaints lodged are dealt with appropriately and effectively.

### **3. SCOPE OF THE POLICY**

This Policy applies to the Group.

All Directors and employees of the Group working at all levels and grades, shareholders and any third parties associated with the Group, which may include but not limited to customers, suppliers, contractors, agents, consultants, outsourced personnel, distributors, advisers, government and public bodies including their advisors, representatives and officials are

encouraged to report or disclose through established channels, concerns about any violations of the Anti-Bribery & Corruption Policy (ABC Policy) and Code of Ethics and Conduct of the Group, including, but not limited to the following: -

- (i) Fraud or Dishonesty;
- (ii) Breaches of Policies, Procedures and applicable laws and regulations;
- (iii) Bribery or Corruption;
- (iv) Abuse of Power;
- (v) Conflict of Interest;
- (vi) Insider Trading;
- (vii) Criminal breach of trust;
- (viii) Sexual Harassment;
- (ix) Misuse of confidential information; and/or
- (x) Or other acts of wrong doing.

#### **4. ACTING IN GOOD FAITH**

The Group expects all parties to act in good faith and have a reasonable belief that the information and any allegations in it, are sustainably true and not acting for personal gain. Any anonymous whistle blower will not be entertained. However, the Group reserves its right to investigate any anonymous disclosure. If allegations are proven to be malicious, parties responsible may be subject to appropriate action, up to and including legal action, where applicable.

#### **5. CONFIDENTIALITY**

The identity of whistle blower will be kept confidential. Consent of whistle blower will be sought should there be a need to disclose identity for investigation purposes.

#### **6. PROTECTION**

The Group assures the whistle blower who raises issues of concern that he/she will be protected from interference with his/her lawful employment or livelihood, including discrimination, discharge, demotion, suspension, disadvantage, termination or adverse treatment in relation to his/her employment, career, profession, trade or business or the taking of disciplinary action as a result of his/her reporting, provided the report is made in good faith and without malice. Any party that retaliates, including harassment and victimization, against whistle blower who has reported allegations in good faith may be subject to appropriate action, up to and including legal action, where applicable.

## **7. REVOCATION OF POLICY**

The protection stated in above shall be revoked by the Group if:

- (i) The whistle blower himself/herself has participated in the improper conduct, wrongdoings, corruption, fraud and/or abuse;
- (ii) The whistle blower made his/her disclosure without good faith;
- (iii) The disclosure was frivolous or vexatious, or
- (iv) The disclosure was made with the intention or motive to avoid dismissal or other disciplinary action against the whistle blower himself/herself.

## **8. ACTION**

All reports involving employees will be investigated promptly by the Designated Committee assigned by the Group Managing Director (“GMD”). Upon completion of the investigation, an appropriate course of action will be recommended to the Designated Management Committee for review, deliberate and decision of next course of action to be taken.

On reports involving Directors, investigation and inquiry will be carried out by the Audit Committee (“AC”). Upon completion of the investigation, AC will decide on the appropriate action to be taken.

## **9. WHISTLE BLOWING REQUIREMENTS**

The reports should be submitted together with the following information: -

- (i) Details of the whistle blower (strongly encouraged, even though whistle blower may choose to remain anonymous)
- (ii) Type of activity/conduct
- (iii) Details of suspected personnel involved
- (iv) Details of the incident (including date, time and location of incident)
- (v) Any supporting/documentary evidence

## **10. REVERTING TO COMPLAINANT**

The whistle blower will be informed on the progress and status of the investigation, however, the Group reserves the right not to inform the whistle blower of the precise action plan and/or the outcome of the investigation as this may infringe a duty of confidentiality owed to someone else.

## 11. WHISTLE BLOWING CHANNEL

The established channels for whistle blowing reporting are as follows:

- (a) Any concerns should be raised to the GMD of the Company. You may download and fill up the form from the link [Whistle Blowing Report Form](#) to lodge your report and send it to the GMD at [cheahhc@gdbsb.com](mailto:cheahhc@gdbsb.com) or by post to the below address-

By Mail: **Strictly Confidential**  
GDB Holdings Berhad  
A-02-01, F-02-01 & F-02-02, Sekitar 26 Enterprise,  
Persiaran Hulu Selangor, Seksyen 26,  
40400 Shah Alam, Selangor  
Attention: The Group Managing Director

Whenever a superior receives a complaint/report from his/her subordinates, he/she must immediately submit the said report to the GMD

- (b) If for any reason, it is believed that reporting to the Management is a concern or not possible or appropriate, then the concern should be reported to the Chairperson of the AC. You may download and fill up the form from this link [Whistle Blowing Report Form](#) to lodge your report and send it to the Chairperson of the AC by post to the below address:

By Mail: **Strictly Confidential**  
GDB Holdings Berhad  
Third Floor, No. 77, 79 & 81, Jalan SS21/60, Damansara Utama,  
47400 Petaling Jaya, Selangor  
Attention: The Audit Committee Chairperson

## 12. SANCTIONS FOR NON-COMPLIANCE

- i. The Group regards bribery & corruption as a serious matter. Non-compliance to the ABC Policy and Code of Ethics and Conduct of the Group would be subject to disciplinary actions and/or legal action.
- ii. The Group shall also notify the relevant regulatory authorities if there is any identified bribery, corruption or illegal activities which have been proven beyond reasonable doubt.
- iii. Where notification to the relevant regulatory authorities have been done, the Group shall provide full co-operation to the said regulatory authorities, including further action which the regulatory authorities may decide to take against the implicated employee/employees.

**13. REVIEW OF THE POLICY**

This Policy will be reviewed at least once every three (3) years to ensure its effectiveness and consistency with the governing legislation and regulatory requirements, or more frequently should there be material changes to the said legislation and regulations or circumstance of the business, if any.

**14. BOARD APPROVAL**

This Policy (Version No. 4) was reviewed and approved for adoption by the Board of Directors of the Company on 24 May 2023.