



GOLDEN LAND BERHAD
[Registration No. 199401012688 (298367-A)]
[Incorporated in Malaysia]

WHISTLEBLOWING POLICY AND PROCEDURES

Golden Land Berhad and its subsidiaries (“**the Group**”) are committed to achieve and maintain high standard of integrity, accountability and ethical behavior in conducting its businesses and operations.

In order to achieve such standard, the Group provides avenue and encourages all its employees and stakeholders to disclose any improper conduct they may have observed within the Group in order to maintain a workplace that practices good corporate governance and upholds integrity.

1. OBJECTIVE

This Whistleblowing Policy and Procedures (“**Policy**”) is formulated to provide and facilitate a mechanism for employees and stakeholders to disclose concerns about any suspected and/or known improper conduct to assist the Group on fraud detection without fear of reprisal or detrimental action.

This Policy may also act as an early warning system that enables the Group to remedy any improper conduct before serious damage is caused.

2. SCOPE OF THE POLICY

This Policy is designed to facilitate employees and stakeholders to disclose any improper conduct through internal channel. The following is a non-exhaustive list of improper conducts under the Policy:-

- i. Fraud/Dishonesty;
- ii. Bribery/Corruption;
- iii. Abuse of Power;
- iv. Conflict of Interest;
- v. Theft/Embezzlement;
- vi. Misuse of Company’s Property;
- vii. Non-Compliance with the Group’s Policies and Procedure; and
- viii. Any form of harassment

All in all, improper conduct shall mean any illegal or irresponsible act that if proven, constitutes a disciplinary action or a criminal offence that can impact the Group’s reputation.

3. ACTING IN GOOD FAITH

All parties are expected to act in good faith, for the best interest of the Group and have reasonable grounds when making a report of improper conduct.

The element of good faith shall be deemed to be lacking when:-

- (a) the person does not have personal knowledge or a factual basis for the report of improper conduct; or

- (b) where the person knew or reasonably should have known that the report or any of its contents are false; or
- (c) where the report is frivolous or vexatious; or
- (d) there are any other circumstances that indicate that the report has been made with malicious intent, ulterior motive or for personal gain.

Any person that has not acted in good faith shall not be entitled to any protection under this Policy.

Anonymous reports are not encouraged as any follow up to ascertain the facts or to obtain further information for investigation purposes would be very difficult. Although the Group is not expected to address any anonymous allegations, the Group may, however, consider investigating an anonymous allegation after having considered the following:-

- (a) the seriousness of the concern;
- (b) the credibility of the concern; and
- (c) the likelihood of confirming the concern from credible sources.

4. PROTECTION FROM RETALIATION AND REPRISAL TO WHISTLEBLOWER

The Group views retaliation or reprisal against the Whistleblower seriously. The Group provides assurance to the Whistleblower that he/she would be protected against any detrimental action which is not limited to retaliation, disciplinary action, demotion, refusal of promotion, threat or intimidation for termination/suspension of service, transfer, or any direct or indirect use of authority to obstruct the Whistleblower from continuing to the report.

The Group assures that no disciplinary action can be taken against the Whistleblower on condition that the information provided is accurate, factual and there is no element of malicious intent. Such protection is accorded even if the investigation later reveals that the Whistleblower is mistaken as to the facts, rules and procedures involved.

5. WHEN PROTECTION MAY NOT BE AVAILABLE

The Whistleblower may not avail him/herself to the protection against retaliation and reprisal mentioned in section 4 above, under the following circumstances:-

- a) The report of improper conduct is not made in good faith; or
- b) The Whistleblower has personally participated in the improper conduct reported; or
- c) The report of improper conduct is made solely or substantially with the motive of avoiding dismissal or other disciplinary action; or
- d) The Whistleblower breaches his/her obligations of confidentiality under this Policy.

Any Whistleblower who has participated in an improper conduct may be subject to disciplinary action. However, in certain circumstances, the Board of Directors ("Board") or investigating committee or management may, in its discretion, on a case by case basis decides to grant amnesty or consider leniency to the Whistleblower.

However, the Group has no power to provide any immunity from criminal prosecution. The Group also does not have any power to grant any protection from retaliation and reprisal to a Whistleblower who is not an employee.

6. CONFIDENTIALITY

The Group commits to ensure that all disclosed information, including the identity of the Whistleblower shall be treated with strictest confidence. The identity and particulars of the Whistleblower shall be kept private and confidential unless it is required by law, Court or authority. If such a situation arises, the Board or investigating committee or management shall inform the Whistleblower prior to proceeding with the case.

All complaints reported to the Group are also treated as confidential. Information will only be disclosed on need-to-know basis with written consent from the Group.

Any evidence obtained from the Whistleblower shall also be documented and kept confidential. A violation of the confidentiality of information disclosed by any party privy to the information is punishable by law under the Malaysian Whistleblower Protection Act 2010.

With that being said, the Whistleblower shall have an implied duty to maintain the confidentiality of the information, in particular the fact that a report has been lodged, the nature of the improper conduct and the identity of the person who has allegedly committed the improper conduct.

7. PROCEDURES FOR REPORTING

The Whistleblower should promptly make a confidential report in writing of the suspected or known instances of improper conduct to the Chairman of Audit and Risk Management Committee ("ARMC") using the prescribed "*DISCLOSURE OF IMPROPER CONDUCT*" form appended as **Appendix I** to this Policy. The following information should be included in the report:-

- a) Personal details of Whistleblower;
- b) Details of alleged person involved;
- c) Nature of allegation, time and venue of the occurrence of incident/act;
- d) Provide evidence, where possible together with the report.

The report can be made via post or email and addressed to the DR as below:-

Chairman of ARMC
Golden Land Berhad
A-09-03, Empire Tower
Empire Subang, Jalan SS16/1
47500 Subang Jaya,
Selangor

Email: auditchairmanglb@gmail.com

For submission via post, the report should be sealed and marked with “**STRICTLY CONFIDENTIAL. TO BE OPENED ONLY BY ADDRESSEE**”.

8. ASSESSMENT AND INVESTIGATION PROCEDURE

The assessment and investigation procedure of improper conduct is as follows:-

8.1 Preliminary Investigation

- (a) Upon receiving the report lodged by the Whistleblower, the report will be assessed by the Chairman of ARMC to determine whether it constitutes an improper conduct. Additional information and clarifications may be required from the Whistleblower if the need arises. The Whistleblower shall be given an acknowledgement of receipt of the report within 3 working days of receipt.
- (b) The Chairman of the ARMC may through consultation with the Board and/or management instruct a relevant department or an established task force/committee or an external service provider to conduct a preliminary investigation on every concern(s) raised by the Whistleblower to determine if there are merits to initiate a full investigation.
- (c) Upon review of the findings of the preliminary investigation, Chairman of the ARMC may:-
 - (i) instruct the matter to be closed in the event the preliminary findings clearly indicate that there are no circumstances that warrant a full investigation as corrective action is being taken to mitigate the risks of such improper conduct recurring and the recommended disciplinary action to be taken against the alleged person/s would suffice;
 - (ii) instruct for the commencement of a full investigation in the event the preliminary findings clearly indicate suspicious circumstances; and
 - (iii) consult with legal advisors (internal and/or external) in cases where the preliminary findings disclose a possible criminal offence and to decide ~~if the~~ on furtherance of the matter to relevant authorities, such as the anti-corruption agency or police.
- (d) The Whistleblower will be notified on the following:-
 - (i) if the matter is closed, Chairman of the ARMC will inform the Whistleblower that the matter is closed with corrective action being taken to mitigate the risks of such improper conduct recurring and the recommended disciplinary action/s to be taken against the alleged person/s;
 - (ii) in the event a full investigation is initiated, Chairman of the ARMC will inform that full investigation has been conducted and the Whistleblower is expected to extend his/her full cooperation.
 - (iii) if the matter is to be referred to the authorities, subject to any legal requirements or prohibitions, Chairman of the ARMC will inform the Whistleblower that the matter has been referred to the authorities.

8.2 Full Investigation

- (a) For the purpose of conducting the full investigation, Chairman of the ARMC may through consultation with the Board and/or management, collectively identify and appoint an internal or external team or any other person/s with relevant qualification, skills and experience to conduct a full investigation.
- (b) In the case where the alleged person is an employee of the Group, where it is considered necessary, temporary reassignment or suspension of duty of the said alleged employee or other measures appropriate will be taken to facilitate the full investigation. Any such measures will only be carried out with the approval of the said employee involved.
- (c) If the alleged incident reported involves any supplier or contractor, the work or contract granted under the alleged incident may be suspended until the full investigation is completed.
- (d) The full investigation would be carried out strictly in a confidential manner. During the course of investigation, the Whistleblower shall not keep in contact with the alleged person or any parties in an effort to determine facts or discuss the case, unless it is specifically requested by the investigating team.
- (e) In the event the Whistleblower is implicated or discovered to be or have been involved in any improper conduct, the Whistleblower may also be investigated so as to complete the fact finding process. An investigation is not and shall not be treated as a reprisal against the Whistleblower.
- (f) In the event an investigation is to be conducted by an External Independent Party (“EIP”), whether preliminary investigation or full investigation on a report of improper conduct, the terms of appointment of the said EIP shall be approved by the ARMC.
- (g) Where the alleged person is not an employee of the Group, official report shall be made to the authorities should the preliminary findings clearly indicate suspicious circumstances.
- (h) Thereafter, the ARMC shall provide a report of the case together with the investigation report to the Board. The Whistleblower will also be accorded the privilege to be notified on the outcome of the report by any of the DR.
- (i) All information, documents, records and reports relating to the investigation of an improper conduct shall be kept by the Legal Affairs Department.

8.3 The “**ASSESSMENT AND INVESTIGATION PROCEDURE FLOWCHARTS**” are appended to this Policy.

9. RECORD KEEPING, COMMUNICATION AND REVIEW

The Legal Affairs Department shall maintain a Register for all reports made under this Policy. All documents obtained pertaining to the reports (from complaints, investigation to resolution) shall be "Strictly Confidential" and be stored securely under the jurisdiction of the Legal Affairs Department.

The Group shall communicate this Policy to its employees and other stakeholders.

This Policy shall be reviewed from time to time to reflect any changes in keeping up with the relevant laws and guidelines.

10. WHISTLEBLOWER PROTECTION ACT 2010

In the event that there are discrepancies between this Policy and the Malaysian Whistleblower Protection Act 2010, the Act shall prevail.

**APPENDIX I
DISCLOSURE OF IMPROPER CONDUCT**

PERSONAL DETAILS OF WHISTLEBLOWER (for employees of the Group)

Name : _____

Employee No. : _____

NRIC No. : _____

Position : _____

Mobile No. : _____

Email Address : _____

PERSONAL DETAILS OF WHISTLEBLOWER (Others)

Name : _____

NRIC No. : _____

Position/Company : _____

Office Contact No. : _____

Mobile No. : _____

Email Address : _____

DETAILS OF MISCONDUCT

Nature of Alleged Improper Conduct

- : Fraud/Dishonesty
- Bribery/Corruption
- Abuse of Power
- Conflict of Interest
- Theft/Embezzlement
- Misuse of Company's Property
- Non-Compliance with the Group's Policies and Procedures
- Any form of harassment
- Others (please specify)

Date

:

Time

:

Place of Incident

:

Name of Person/s Involved

:

Details of Alleged Improper Conduct

:

Witness (if any) : _____

If you have other information/ substantiating evidence, kindly provide.

DECLARATION

I, hereby declare that all the information furnished herein are made voluntarily and are true to the best of my knowledge and free from any malicious intent and I acknowledge that Group reserves the rights to use the information and material provided strictly for the purpose of acting on this disclosure.

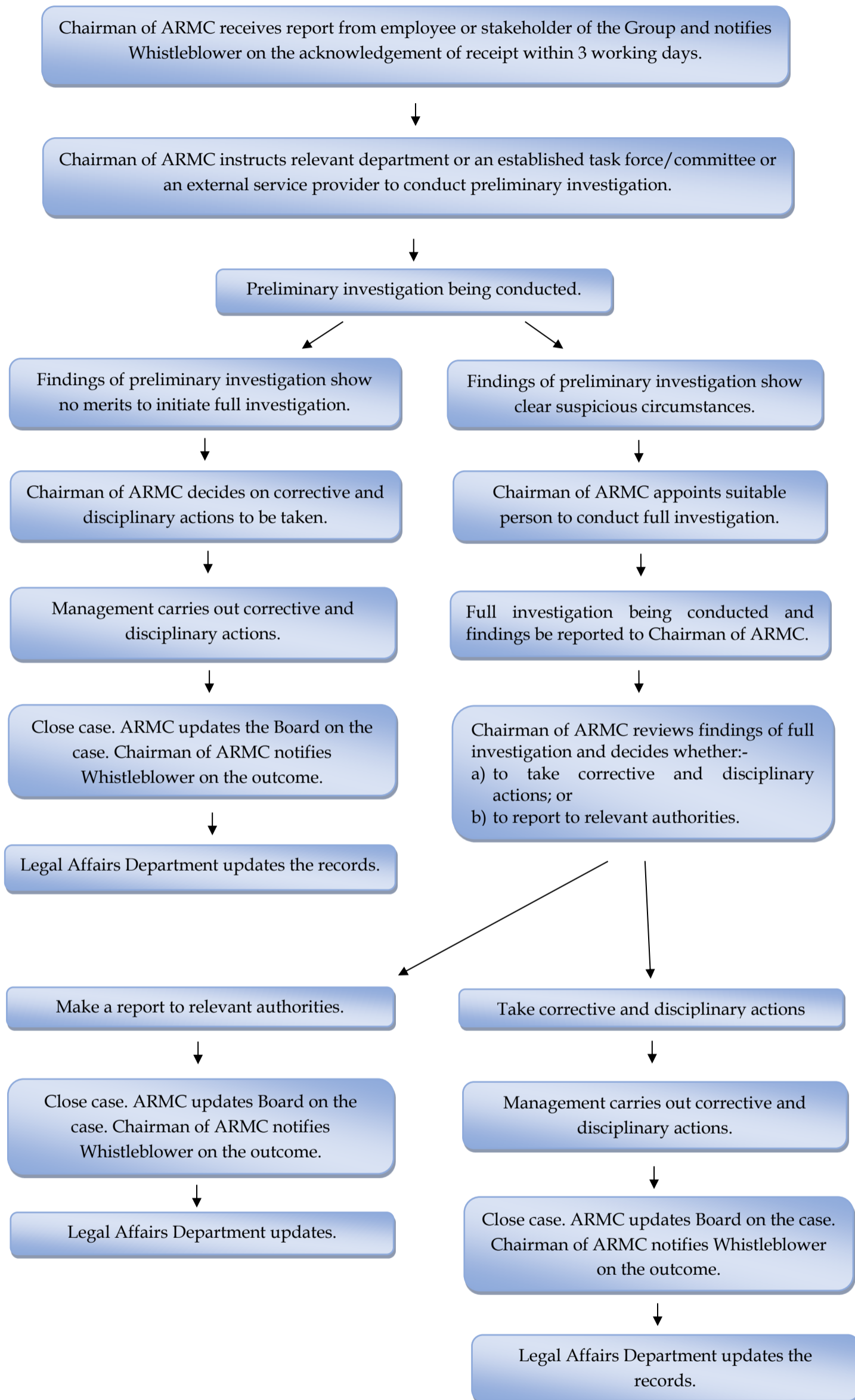
Name:

Date:

Note

All the above information must be filled up completely and signed.

APPENDIX II
ASSESSMENT AND INVESTIGATION PROCEDURE FLOWCHART
(WHERE THE ALLEGED PERSON INVOLVES THE BOARD AND EMPLOYEE OF THE GROUP)



APPENDIX III
ASSESSMENT AND INVESTIGATION PROCEDURE FLOWCHART
(WHERE THE ALLEGED PERSON IS NOT AN EMPLOYEE OF THE GROUP)

