



**THMY Holdings Bhd.**  
*Quality & Efficiency*

# **Whistleblowing Policy & Procedures**

## **1.0 Introduction**

THMY Holdings Berhad and its subsidiaries ("THMY Group", "the Group" or "the Company") are committed to maintaining the highest standards of integrity, ethics, and accountability in all aspects of its operations.

As part of this commitment, THMY Group encourages employees, contractors, vendors, and other stakeholders to report any concerns or suspicions regarding unethical, illegal, or improper conduct within the organization. This Whistleblowing Policy outlines the process for reporting such concerns and provides protection against retaliation for whistleblowers.

All employees of the THMY Group play an important part in maintaining the highest level of corporate ethics within the Group and have a professional responsibility to disclose any known malpractices or wrongdoings (hereon referred to as "Concern(s)").

## **2.0 Objective**

The Policy outlines the Company's approach and guidelines for the Group, applicable to all individuals associated with THMY Group, including employees, contractors, vendors, customers, and other stakeholders. It establishes a framework for reporting concerns about misconduct, ensures protection for whistleblowers, and upholds the integrity and ethical standards of the organization

## **3.0 Scope**

3.1 This Policy shall apply to all employees, contractors, vendors, customers, and other stakeholders and the Board of the Company.

3.2 This Policy and its procedure is designed to facilitate employees and members of the public to disclose any improper conduct (disciplinary or criminal offences) through internal channel. Such improper conducts may include the followings:

- (i) Fraud: Any form of financial fraud, misappropriation of funds, embezzlement, or other dishonest financial activities.
- (ii) Criminal Offences: Such as breach of trust, theft, or embezzlement.
- (iii) Bribery and Blackmail: Engaging in or being subject to bribery or blackmail.

- (iv) Corruption and Kickbacks: Any form of corruption practices, accepting or offering kickbacks, or other unethical business practices intended to gain an unfair advantage.
- (v) Unauthorised Use of Company Resources: Using company assets, including physical property, intellectual property, or any other resources belonging to the company without proper authorization.
- (vi) Endangerment of Life and Safety: Any actions that jeopardize the health and safety of individuals.
- (vii) Conflict of Interest: Situations where personal interests conflict with the interests of the company, leading to biased decisions or actions.
- (viii) Harassment and Discrimination: Any form of workplace harassment, discrimination, or retaliation against employees, including actions that create a hostile work environment.
- (ix) Policy Violations: Breaches of company guidelines, policies or procedures that undermine the company's integrity or operational effectiveness
- (x) Legal and Regulatory Violations: Any actions that violate laws or regulations, including intellectual property infringement, data privacy breaches, or non-compliance with industry standards.
- (xi) Confidentiality Breaches: Unauthorized disclosure of confidential information or failure to comply with legal or regulatory requirements related to data protection and privacy.

- 3.3 Employees are encouraged to report any of the above misconduct to ensure that the company operates within the highest ethical standards and in full compliance with applicable laws and regulations

#### **4.0 Reporting Mechanisms**

- 4.1 Individuals with concerns or suspicions of act of improper conduct are encouraged to submit their reports in writing to ensure the issues raised are clearly understood.
- 4.2 The complainant, whether an employee or a third party, may choose to report any act of improper conduct through any of the following channels, maintaining strict confidentiality:

i) **Human Resources ("HR") Department**

Reports can be submitted to the Head of HR, which is responsible for ensuring a fair and thorough investigation while upholding the rights of all parties involved.

ii) **Whistleblowing Email Address**

- a) The Whistleblower may report via sending an email with all the necessary details and description of the incident to the whistleblowing email address at <whistleblowing@thmy.com.my>

This email shall be received by the Head of Governance Risk and Compliance ("GRC") or Head of Finance ("HoF"), Chief Operating Officer ("COO") and Chief Executive Officer ("CEO").

- b) The Whistleblower may also report to any of following individuals depending on the persons who has been allegedly reported on the improper conduct as follow:

- Chairman of Audit & Risk Management Committee ("ARMC")  
<chairman\_audit@thmy.com.my>
- Chairman of Board of Director:  
<chairman\_board@thmy.com.my>

iii) **QR Code Submission**

Concerns can also be reported by scanning the provided QR Codes, offering a convenient and confidential method for submitting information.

By scanning this QR Code, the whistleblower will be directed to fill out an online report form with all the necessary details and description of the incident. The form shall be sent to the <whistleblowing@thmy.com.my>

## **5.0 Disclosure**

5.1 The Group is committed to maintaining confidentiality to the fullest extent possible during the investigation process, ensuring that all reports are handled with the utmost care and professionalism.

- a) To ensure that the Company can provide the necessary protection under the Policy and gather additional details regarding the disclosure, the Whistleblower is required to provide their personal information.
- b) However, anonymous submissions are permitted if preferred.

## **6.1 Safeguards and Non-Retaliation**

### **6.2 General Guidelines on Whistleblowing**

Employees and members of the public are expected to act in good faith when reporting any form of improper conduct. An employee who knowingly or recklessly makes false statements or disclosures may be subject to disciplinary action, including termination. It is the responsibility of the whistleblower to maintain confidentiality and not disclose information to any parties that could jeopardize the investigation.

### **6.3 Protection for Genuine Whistleblowers**

Whistleblowers who provide initial information based on a reasonable belief that improper activity has occurred are protected under this policy. The Group ensures that whistleblowers will not be dismissed or penalized for coming forward. In cases where the whistleblower is involved in the reported activity, the Group will take mitigating circumstances into account when determining any actions.

### **6.4 Types of Protection for Whistleblowers**

- a) The identity of the whistleblower will remain confidential and will not be disclosed, even during legal proceedings.
- b) The whistleblower will not face civil, criminal, or disciplinary action for making the disclosure.
- c) The whistleblower will be protected from any retaliatory actions as a result of their disclosure.

- d) Any retaliation against the whistleblower will result in disciplinary measures, which may include termination, demotion, or legal action.
- e) Protection may also extend to the whistleblower's family members or related individuals if necessary.

6.5 Protection may be revoked if the whistleblower:

- a) Participated in the improper conduct,
- b) Knowingly provided false information.
- c) Made a frivolous or vexatious disclosure.
- d) Acted with malicious intent, and/or
- e) Breached confidentiality obligations.

6.6 Prohibition of Retaliation

THMY Group strictly prohibits retaliation against individuals who report misconduct in good faith. Retaliation can include termination, demotion, harassment, or other adverse employment actions. Any retaliation will result in disciplinary action, potentially including termination of employment. While whistleblowers are protected from retaliation, this protection does not grant immunity for their involvement in the misconduct or during the investigation.

## 7.0 Confidentiality

Every effort will be made to treat the Whistleblower's identity with appropriate regard for confidentiality. The Group gives the assurance that it will not reveal the identity of the Whistleblower to any third party not involved in the investigation or prosecution of the matter. The only exception to this assurance relates to an overriding legal obligation to breach confidentiality. It may be necessary to disclose certain information to carry out the investigation or to comply with legal requirements.

## 8.0 Investigator and Handling of Allegations

The Head of GRC will typically serve as the designated investigator unless the CEO or the Audit and Risk Management Committee (ARMC) assigns or appoints another individual for this role. Investigators must be impartial and independent of all parties concerned. Disclosures should be handled with care, and the appropriate actions should be taken based on the nature of the concern.

## **9.0 Investigation Process**

- 9.1 The investigation procedure will ensure that only legitimate concerns are subjected to further investigation. Disclosures that are found to be frivolous or vexatious will not be entertained.
- 9.2 All complaints shall be logged and investigated in accordance with the principles of natural justice. Investigations will focus on matters that may violate the Company's principles, procedures, or policies, or that may pose a risk to the Company's interests, reputation, or security.
- 9.3 Reports of misconduct will be promptly and thoroughly investigated by the relevant department or designated individuals. The investigation process will involve several critical steps:

### **i) Documentation**

- a) All reports of improper conduct, along with subsequent investigation findings and any corrective measures taken, will be documented in a centralized log, managed and monitored by the Head of GRC or Designated Officer ("DO").
- b) If a report of improper conduct does not implicate the CEO, it must be promptly communicated to the CEO for immediate interim corrective actions if necessary.
- c) The ARMC will be informed of new reports and may review the log as needed.
- d) The Head of GRC or DO will acknowledge the receipt of the whistleblower reported within two (2) working days, ensuring the whistleblower is informed that their concern has been officially logged.

### **ii) Evidence Collection and Interviews**

Investigators will gather all relevant evidence and conduct interviews with involved parties to gain a comprehensive understanding of the situation.

### **Complaints Against Staff, Including COOs**

a) Preliminary Assessment

The Head of GRC or DO will assess the validity of the report within five (5) days to decide whether further investigation is warranted. The outcome, along with recommendations, will be submitted to the CEO, who may:

- (1) Close the case if the preliminary findings indicate no basis for the claims.
- (2) Authorize a full investigation if the initial assessment suggests the claims are credible.
- (3) In cases where potential criminal activity is uncovered, consult with the legal advisor and consider referring the matter to relevant authorities.
- (4) Determine other appropriate actions based on the situation and fairness of the investigation.

(b) Comprehensive Investigation

Upon receiving the CEO's directive for a full-scale investigation, Management will assemble an investigation panel, consisting of a Chairperson, two members, and a secretary. If the accused is a full-time employee, they may be suspended or restricted from certain duties during the investigation to prevent any interference.

**Complaints Against the CEO or Head of Finance**

(a) Preliminary Assessment

The Chairman of the ARMC will appoint suitable DO or an independent external investigator to examine the allegations. If the preliminary review suggests criminal conduct, the Chairman may, after consulting with the legal advisor, refer the case to the appropriate authorities. The Chairman may also seek input from the full ARMC to decide on the best course of action.

(b) Comprehensive Investigation



The ARMC will appoint a DO or an external expert to conduct a full-scale investigation, depending on the nature of the case. The decision to proceed with or conclude an investigation will be communicated to the whistleblower within five (5) days.

iii) **Reporting and Decision-Making**

- a) For cases involving employees, the Investigation Panel will present their findings and proposed actions to the CEO, who will make the final decision, which will then be reviewed by the ARMC.
- b) For cases involving the CEO or Head of GRC, the findings will be reviewed by the ARMC, which will then submit the final decision to the Main Board for consideration.
- c) For cases involving a Board Director, the findings will be directly presented to the Main Board for a final decision and to determine subsequent actions. The whistleblower will be informed of the decision within five (5) days.

iv) **Corrective Action**

- a) Based on the findings, appropriate corrective actions will be taken to address any confirmed misconduct and prevent future occurrences. Management will implement the corrective actions as decided by the CEO or ARMC.
- b) Any disciplinary actions against an employee found guilty must adhere to the procedures outlined in the Human Resources guidelines, ensuring fairness and consistency.
- c) If a CEO or Director is implicated, the Board will take steps to mitigate any damage to the Company.

- 9.4 Should the investigation reveal that a crime has likely been committed, the findings will be promptly reported to the police or the law enforcement agency for further action

## 10.0 Training and Awareness

The HR department will provide training and awareness programs to educate employees and other stakeholders about their rights and responsibilities under this policy, the importance of reporting misconduct, and the protections available to

whistleblowers.

### **11.0 Review of this Policy**

The management team will review and evaluate the effectiveness and ongoing relevance of this Policy periodically. Any recommended revisions to the Policy by the Chief Executive Officer will be presented to the Board for review, consideration, and approval.

### **12.0 Reference**

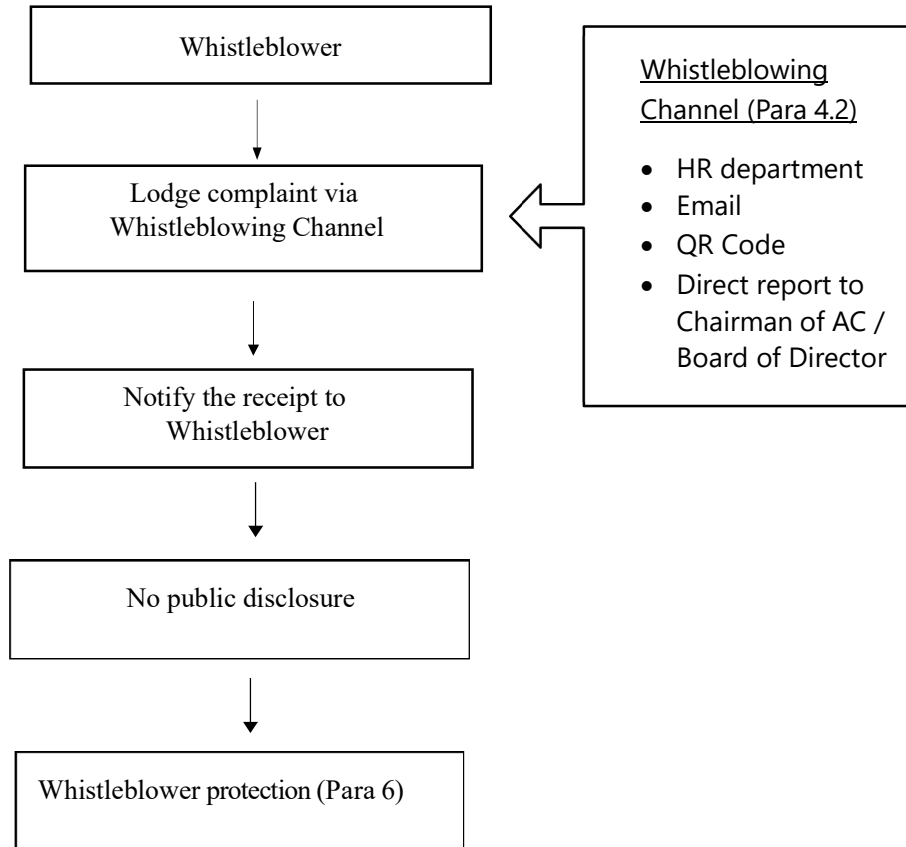
- a. Whistleblower Protection Act 2010
- b. THMY Whistleblower Policy
- c. THMY Anti-bribery and Anti-Corruption Policy
- d. Malaysia Anti-Corruption Commission (MACC) Act 2009
- e. Bursa Malaysia Listing Requirement

### **13.0 Approval**

This policy has been approved and adopted by the Board on 3<sup>rd</sup> April 2025.

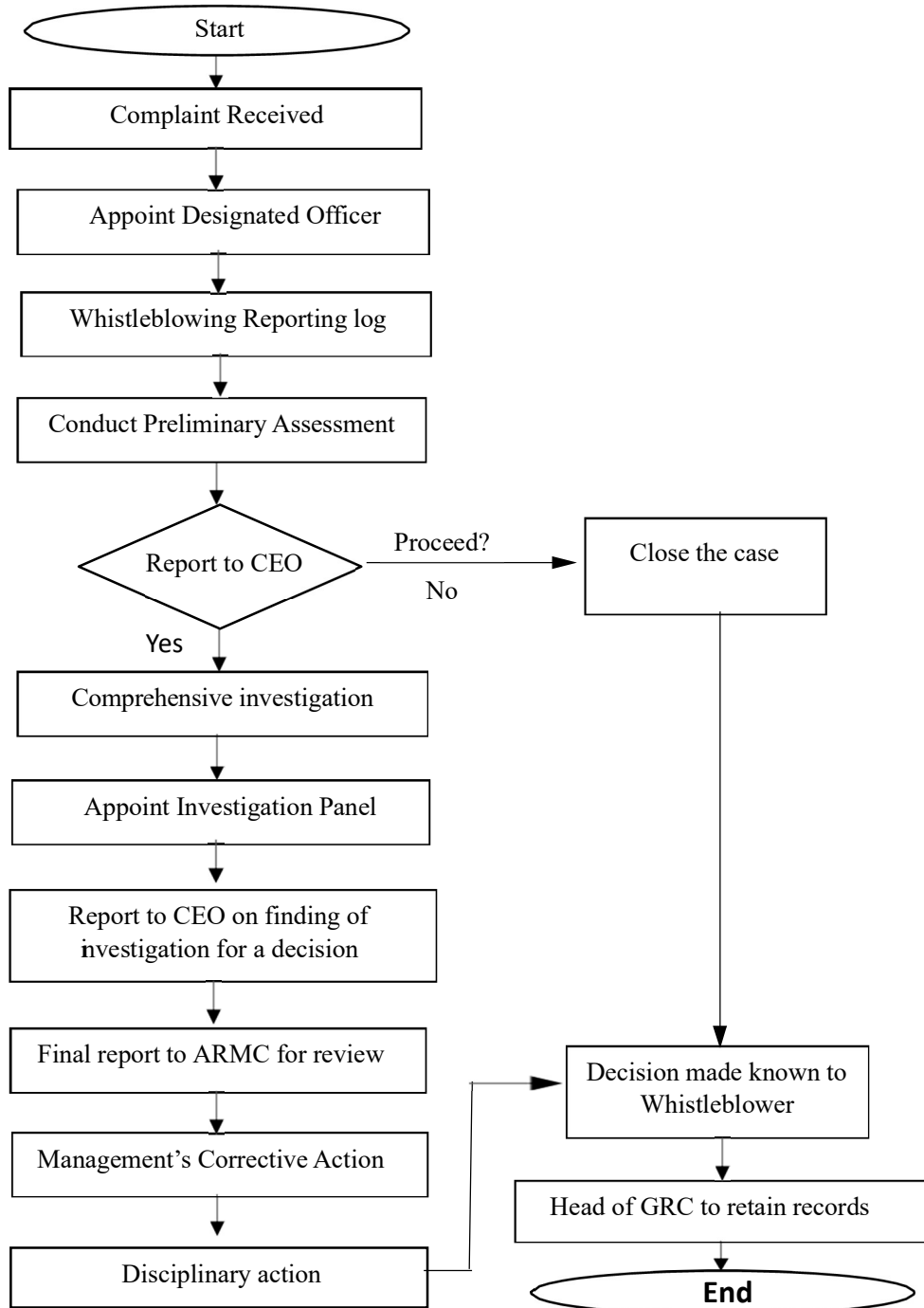
## **Appendix A**

### **1. Flow Chart – Whistleblower Protection**



## Appendix B

### 2. Flow Chart – Investigation Procedure



**Appendix C**



WHISTLEBLOWING FORM			
HIGHLY PRIVATE & CONFIDENTIAL			
PARTICULARS OF WHISTLEBLOWER			
FULL NAME		NRIC / PASSPORT NO.	
COMPANY		TELEPHONE NO.	
DESIGNATION		EMAIL ADDRESS	
PARTICULARS OF ALLEGED PERSON			
NAME		GENDEL	
COMPANY		DESIGNATION	
DETAILS OF ALLEGATION / IMPROPER CONDUCT			
DATE OF INCIDENT		TIME	
WHERE / PLACE			
TYPE OF ALLEGATION (Please select the category that best describes your allegation)	<input type="checkbox"/> Criminal offences / Fraud <input type="checkbox"/> Acceptance of gifts / favors beyond the allowable threshold <input type="checkbox"/> Corruption, bribery or blackmail / Conflict of Interest <input type="checkbox"/> Abuse of Authority / Breach of Internal Control <input type="checkbox"/> False Claim / Misuse of THMY's funds or assets / Theft of Cash <input type="checkbox"/> Payroll fraud / Falsifies salaries, expenses <input type="checkbox"/> Danger to the health and safety of any employee <input type="checkbox"/> All types of - Discrimination / Harassment / Bullying <input type="checkbox"/> Violation of THMY's Company Rules and Regulation, and Policies <input type="checkbox"/> Breach of THMY's Code of Business Conduct <input type="checkbox"/> Assisting a person to commit any of the above improper conduct <input type="checkbox"/> OTHERS		
ANY EVIDENCE / PHOTO / RECORD / SUPPORT DOCUMENT	YES / NO (Please circle) IF ANY, PLEASE EMAIL THEM TO <a href="mailto:whistleblowing@thmy.com.my">whistleblowing@thmy.com.my</a> OR HAND IT TO THE CHIEF EXECUTIVE OFFICER OF THE GROUP.		

DESCRIPTION OF ISSUE / PROVIDE INFORMATION IN DETAIL	
HAVE YOU SHARED, OR TOLD, OR DISCLOSED THIS MATTER OF ALLEGATION TO ANY OTHER PERSON IN THE COMPANY OR THE AUTHORITY	YES / NO (Please circle)  IF YES, PLEASE PROVIDE THE PARTICULAR IN BELOW.

PARTICULARS OF WITNESS(ES) – IF ANY			
FULL NAME		DESIGNATION	
COMPANY		TELEPHONE NO.	

PARTICULARS OF WITNESS(ES) – IF ANY			
FULL NAME		DESIGNATION	
COMPANY		TELEPHONE NO.	

DECLARATION AND SIGN OFF			
<input type="checkbox"/>	I acknowledge and declare that, to the best of my knowledge and belief, the information that I've provided above is true and correct.		
<input type="checkbox"/>	If necessary, I am willing to assist in the investigation or improper conduct.		
<input type="checkbox"/>	I understand that providing false information or making baseless accusation with the intent to tarnish or to harm an employee's reputation, or misusing the whistleblower system, is amounting and considered misconduct or an offense. I am aware that such action could result in disciplinary measures against me or any other individual involved.		
SIGNATURE		DATE TIME	
NAME			

[illegible]