

## PHARMANIAGA BERHAD

<b>Name of Policy</b>	Whistleblowing Policy		
<b>Companies</b>	Pharmaniaga Berhad & Subsidiary Companies		
<b>Scope</b>	All directors and employees		
<b>Version</b>	4.0	<b>Effective Date</b>	26 November 2024

### 1.0 POLICY STATEMENT

- 1.1 Pharmaniaga Berhad and its subsidiary companies (*hereafter referred to collectively as the Group*) are committed towards ensuring the highest standards of integrity, accountability and professionalism in the conduct of its businesses to protect and preserve the Group's interests and reputation. This is consistent with the Group's core values of **RESPECT, INTEGRITY, TEAMWORK** and **EXCELLENCE**.
- 1.2 This Whistleblowing Policy (*hereafter referred to as the Policy*) is established to facilitate the disclosure of Improper Conduct occurring within the Group (*hereafter referred to as Improper Conduct and further elaborated as per Item 3.5 of this Policy*).
- 1.3 Subject to item 1.4 below, the Policy is intended to encourage and to provide an avenue for employees to lodge reports of Improper Conduct that would endanger the safety and health of the employees, business integrity, environmental management, human rights and workplace environment. The Group shall pursue to the fullest extent of the law all acts of wrongdoing without facing any adverse consequences such as victimization, recrimination and discrimination.
- 1.4 This Policy is not intended as an alternative for any other grievances or complaints procedures e.g. employment related grievances, concerning terms of employment, performance assessments or other aspects of the working relationship. If the matter is a human resource issue, it shall be referred to the Group Human Capital Management Department, the relevant Human Capital Management Department or other designated parties, for the appropriate action.
- 1.5 This Policy is aligned to the principle of the Whistleblower Protection Act 2010.

### 2.0 OBJECTIVES OF THE POLICY

- 2.1 This Policy sets out the framework for the disclosure of any Improper Conduct and the protection of the party making the disclosure (*hereafter referred to the Whistleblower*).

- 2.2 The Policy aims to:-
- i) Promote standards of good corporate practices. The Group aims to enhance its accountability in preserving its integrity and to withstand public scrutiny. This in turn enhances and builds the Group's credibility to all stakeholders.
  - ii) Provide a safe and confidential avenue for employees of the Group (*hereafter referred to as the Employees*) and members of the public to disclose any Improper Conduct.
  - iii) Reassure that the Whistleblowers will be protected from reprisals, discrimination or victimisation for the disclosure of any Improper Conduct made in good faith and with sound judgement to avoid baseless allegations.
  - iv) To provide a formal mechanism so as to allow management to address the disclosure in an appropriate and timely manner.

### 3.0 DEFINITION

- 3.1 **The Group** refers to Pharmaniaga Berhad and its subsidiaries or related companies.
- 3.2 **Policy** refers to this Whistleblowing Policy.
- 3.3 **Complaint** is defined as a complaint about criminal misconduct or a violation of the organisation's ethics and code of conduct reported by the complainant.
- 3.4 **Enforcement Agency** refers to Malaysian Anti-Corruption Commission ("MACC"), Royal Malaysian Police, Royal Malaysian Customs, Immigration Department of Malaysia, and Road Transport Department.
- 3.5 **Improper Conduct** is defined as conduct or actions which are unlawful and/or in breach of the Group's Code of Ethics and Conduct, Letter of Undertaking, rules, regulations, policies, procedures, both written and implied.
- 3.6 **IGD** refers to the Integrity and Governance Department of Pharmaniaga Berhad.
- 3.7 **Whistleblower** refers to a person or group of persons who makes a Report of Improper Conduct. Such person or group of persons may include employees and/or third party stakeholders.
- 3.8 **Report of Improper Conduct** is defined as the disclosure of information of any acts of wrongdoing, including acts of any form which may adversely affect the Group's interest and reputation in specified formats (as detailed per Item 7.2) by which the information is disclosed through any of the following:
- i) Complaint Form
  - ii) E-mails
  - iii) Telephone calls

- 3.9 **Parties Involved** refer to the person or group of persons who is/are alleged of having committed any acts of Improper Conduct.
- 3.10 **IEC** is a committee consisting of Board Audit Committee and Board of Directors of respected company(ies).

#### 4.0 SCOPE

- 4.1 This Policy shall supplement, and be read in conjunction with the Group's Code of Ethics and Conduct, Letter of Undertaking, rules, regulations, policies and procedures;.
- 4.2 Matters to which this disclosure may relate include:-
- i) Malpractice, impropriety and fraud
  - ii) Bribery
  - iii) Attempt of Bribery
  - iv) Failure to comply with legal or regulatory obligations
  - v) Failure to comply with health, safety and environment regulations
  - vi) Abuse of power or criminal breach of trust
  - vii) Improper conduct or unethical behaviour
  - viii) Miscarriage of justice
  - ix) Sexual harassment
  - x) Attempts to conceal any of the above

This list is not intended to be exhaustive and any matters raised under this Policy will be considered seriously.

#### 5.0 APPLICABILITY AND SEVERABILITY

- 5.1 This Policy shall supplement, and be read in conjunction with the Group's Code of Ethics and Conduct, Letter of Undertaking, rules, regulations, policies and procedures, both expressed and implied.
- 5.2 For the avoidance of doubt, any whistleblowing mechanism and procedures by a subsidiary company within the Group shall only act as a supplement to this Policy, and in the event of any conflict, this Policy shall prevail.
- 5.3 Any terms, provision or stipulation in this Policy which is illegal or unenforceable shall be ineffective to the extent of such illegality or unenforceability without invalidating the remaining provisions of this Policy.

## 6.0 PROTECTION TO THE WHISTLEBLOWER

### 6.1 Confidentiality

This Policy provides the utmost assurance that the Group will protect the confidentiality of identity and information pertaining to any person who makes a Report of Improper Conduct at all times. All reports of wrongdoing and information received shall be treated in confidence to the fullest extent possible to protect the identity of the Whistleblower and will only reveal information on a “need to know” basis or if required by law or authority as stipulated in Section 8 (1) and (2) of Whistleblower Protection Act 2010 (as amended from time to time).

- i) If a situation arises where the Whistleblower's identity is necessary to resolve the matter (e.g. in a court proceeding), this matter shall be resolved through consultation with the Whistleblower.
- ii) Any Improper Conduct and/or matters related thereto shall not be disclosed or discussed with any party other than those who have a legitimate need to know. This is important in order to avoid damaging the reputation of persons suspected but subsequently found innocent of wrongful conducts, and to protect the Group from potential civil liability.

### 6.2 Protection From Detrimental Action

- i) For the purpose of this Policy, “detrimental action” includes:
  - Any action causing injury, loss or damage to the Whistleblower;
  - Any action of intimidation and harassment against the Whistleblower;
  - The termination of the Whistleblower’s employment, the withholding of salary or any payment due and payable under his/her contract, refusal to enter into a subsequent contract, the taking of any disciplinary action or adverse treatment in relation to the Whistleblower’s career; or
  - A threat to take any of the actions stated above.
- ii) The Group shall not tolerate any detrimental actions and shall take appropriate action possible to protect the Whistleblower.
- iii) A Whistleblower who feels that he/she has been harassed, discriminated and/or victimized may report the same to IGD.
- iv) Any employee who threatens retaliation against a Whistleblower shall be subject to disciplinary action, which may include termination of employment.
- v) A Whistleblower who raises his/her concern under this Policy shall not be at risk of losing his/her job or suffer any form of retribution as a result, provided that:
  - The disclosure is made in good faith.
  - He/she reasonably believes that the information, and any allegations contained in it are substantially true.
  - He/she is not acting for personal gain.

Notwithstanding, the act of making a report will not in itself protect the Whistleblower from the consequences of Improper Conduct in which he/she may have been involved or committed.

### 6.3 Anonymous Disclosure

Anonymous disclosure is not encouraged as they prevent the Whistleblower from being accorded with the necessary protection. Anonymity may also hinder investigations and IGD's ability to ensure that the disclosure is genuine. Notwithstanding, IGD reserves its right to investigate any anonymous disclosures.

### 6.4 Untrue, False, Malicious, Mischievous, Vexatious and/or Reckless Allegations

- i) The making of untrue, false, malicious, mischievous, vexatious or reckless allegations and the abuse of this whistleblowing mechanism are prohibited.
- ii) Should it be found that the Whistleblower had acted in such a manner, he/she may be subjected to disciplinary action.

### 6.5 Exception and Exclusion

- i) This Policy, in no way whatsoever, protects the Whistleblower against disciplinary action following from the Whistleblower intentional misconduct, which includes, willfully making malicious allegations through the whistleblowing mechanism that the Whistleblower knows to be false or makes with an intent to misinform.
- ii) The right of the employee (Whistleblower) for protection under this Policy does not include immunity for any involvement in the matters that are the subject of the allegations and the subsequent investigation. If the employee was or is involved in the wrongdoing, the employee is encouraged to make a disclosure and the voluntary admission will be given due consideration.
- iii) Any aspects and element relating to employee protection and employer employee rights, benefits and obligations do not apply to any other person who is not an employee of the Group.
- iv) Any other persons, who have business dealings with the Group, and are found to have made false or malicious allegations or who retaliate against Whistleblowers, may have their contract(s) terminated or be declared ineligible to participate in the Group's financed or supported activities.

## 7.0 PROCEDURES FOR MAKING A DISCLOSURE OF IMPROPER CONDUCT

### 7.1 Lodging a Report of Improper Conduct

All reports of Improper Conduct can be made through the following channels:

- i) In writing through the completion of the prescribed Complaint Form (*as per Appendix "A"*) addressed to the Integrity and Governance Department,

Pharmaniaga Berhad, No 7, Lorong Keluli 1B, Kawasan Perindustrian Bukit Raja Selatan, Seksyen 7, 40000 Shah Alam Selangor.

- ii) E-mail to;
  - a) Senior Independent Director
  - b) [Chairman of Audit Committee](#)
  - c) [whistleblow@pharmaniaga.com](mailto:whistleblow@pharmaniaga.com)
- iii) Whistleblowing hotline: 1-800-18-2082

In the event there is no action taken on the reports lodged, the Whistleblower may channel the reports to Boustead Group Integrity and Governance through [alert@boustead.com.my](mailto:alert@boustead.com.my) or directly to MACC or any other relevant Enforcement Agency.

## 7.2 Information Required When Lodging A Report

- i) The particulars of the Whistleblower to facilitate further investigation
- ii) A description of the wrongdoing and the identity of Parties Involved (to state whether they are employees of the Group or outside parties).
- iii) A background of the modus operandi, including the relevant dates and location that benefits to the Parties Involved.
- iv) Related evidence or reference to documents that may be evidence of the wrongdoing.
- v) The impact of the wrongdoing to the Group.

## 8.0 PROCEDURES FOR INITIAL ASSESSMENT

- 8.1 All Reports of Improper Conduct will be acknowledged within twenty four (24) hours and shall be logged in the Whistleblowing Register maintained by IGD (*please refer to Appendix B on the Flow Chart Process*).
- 8.2 In the event that a Report of Improper Conduct is received by other than IGD, the person must forward the report to IGD, who shall in turn log it in the Whistleblowing Register.
- 8.3 All reports of Improper Conduct shall be duly assessed, regardless of the length of service, position/title, relationship or connection of the Alleged Wrongdoer to the Group.
- 8.4 Upon logging the Report of Improper Conduct, IGD shall deliberate the report to determine whether or not it comes under the scope of this Policy;
  - i) Alternatively, if the Report of Improper Conduct is clearly a human resource issue, it shall be referred to Human Capital Management or the relevant Human Capital Management Unit for the appropriate action.
  - ii) If the Report of Improper Conduct is within the scope of this Policy, IGD shall proceed with the initial assessment.

- 8.5 The initial assessment shall be conducted by the IGD on a covert basis.
- 8.6 The IGD shall then submit a report on the findings and recommendation of the initial assessment to the Information Evaluation Committee for further direction.
- 8.7 In the event multiple Reports of Improper Conduct are received, IGD shall exercise judgment in prioritizing the order of the assessment.
- 8.8 In addition, the Information Evaluation Committee has the authority to make referrals to the relevant enforcement agencies as to allow for proper investigation to be carried out if an employee wishes to make a disclosure of Report of Improper Conduct pursuant to the Act.

## **9.0 PROCEDURES FOR INVESTIGATION**

- 9.1 Upon consultation with the Information Evaluation Committee, the IGD shall appoint the Investigation Team and shall direct, guide and assist the activities of the Investigation Team to ensure satisfactory completion of the investigation. The investigation shall be executed in an expedient manner.
- 9.2 The IGD may instruct any or all of the following actions to be taken immediately to limit further losses to the Group and to facilitate the full investigation:
  - i) If deemed appropriate, temporarily withdraw all access rights to the premises and computer systems, and temporarily withdraw any authority that the Parties Involved may have had to act on behalf of the Group.
  - ii) If deemed appropriate, request the Head of Human Capital Management to temporarily suspend them from their current duties, until such time as the investigation either confirms their involvement in the wrongdoings or clears them of suspicion.
  - iii) Issue a notice to the Parties Involved that an investigation is undertaken against them and advise them to make themselves available and provide full cooperation to the Investigation Team.
  - iv) For more serious cases, the following may need to be considered:
    - Inform all relevant business partners (suppliers, customers, banks, etc.) that the Parties Involved are no longer authorized to conduct further transactions on behalf of the Group.
    - Request for cooperation from all relevant business partners (suppliers, customers, banks, etc.) to facilitate the investigation and introduce the Investigation Team Leader who will be contacting them.
    - Seek legal advice if legal action needs to be taken.
    - Make a police report, if necessary.
- 9.3 The leader for the Investigation Team shall update the IGD progressively.
- 9.4 IGD shall contact the Whistleblower (if not anonymous), explaining that actions are being taken or will be taken on the report made.

- 9.5 The Whistleblower shall also be informed of the following:
- i) Not to contact the Parties Involved in an effort to determine facts or demand reinstatement without the knowledge of IGD.
  - ii) Not to discuss the case, facts, suspicions or allegations with anyone except with IGD.
- 9.6 Investigation Team shall have the following authority and rights in conducting a full investigation:
- i) Access to all records, facilities and premises within the scope of their investigation.
  - ii) Access to the Whistleblower. Meetings can be arranged off-site to protect the identity of the Whistleblower. The amount of contact will depend on the nature of the matters raised, the potential difficulties involved and the clarity of the information provided.
  - iii) Schedule meetings with other persons suspected to have been involved or to have any knowledge of the wrongdoing. All such meetings are confidential, and shall be fully documented by the Investigation Team.
  - iv) Be provided with an enclosed room.
- 9.7 Members of the Investigation Team shall adhere to the following in conducting a full investigation:
- i) All original documentary information that provides proof of the Improper Conduct must not be destroyed, altered, marked or removed, and must be properly secured.
  - ii) Where any meeting is arranged with the Whistleblower;
    - The Whistleblower shall, if he/she so wishes, has the right to be accompanied by another person.
    - At least two members of the Investigation Team should be present.
  - iii) The meeting must be recorded by way of voice recording or minuted.
  - iv) Refer to fraud examiners' manual issued by the Association of Certified Fraud Examiners for best practices in investigation procedures and tools to facilitate fraud investigation.
- 9.8 All employees in the Group are expected to cooperate and provide the necessary assistance to the Investigation Team, failing which they will be subjected to disciplinary action. This also applies in cases of withholding information or providing false/misleading information.
- 9.9 No department/division in the Group shall conduct its own investigation without the directive of the IGD, hence the need for expedient elevation of any Report of Improper Conduct to IGD.
- 9.10 Upon completion of the investigation, the Investigation Team shall submit a written report of its findings and recommendation to the IGD who will in turn report to the Information Evaluation Committee.
- 9.11 The IGD shall upon reviewing the investigation findings, recommend the appropriate course of action to the Information Evaluation Committee.



- 9.12 The Information Evaluation Committee shall inform IGD of the decision made, which will be updated in the Whistleblowing Register.
- 9.13 The investigation of the Reports shall be completed no later than three (3) months from the receipt date of the Reports by IGD. Notwithstanding the said three (3) months' time frame, it can be extended to a further reasonable time frame as deemed necessary taking into consideration of among others, the length/complexity of the reports, complete disclosure of the Whistleblower and evidence provided by the Whistleblower.
- 9.14 The IGD shall be required to keep track of the progress of execution of the decision and update it in the Whistleblowing Register.
- 9.15 The IGD shall provide a status report to Information Evaluation Committee at its quarterly meetings.

## **10.0 NOTIFICATION TO THE WHISTLEBLOWER**

Upon the completion of the whistleblowing process and other related processes and procedures, the Whistleblower will be notified of the outcome; such notification however may be limited to the status and/or selected information and may exclude specific details due to confidentiality.

## **11.0 COMMUNICATION**

- i) During the investigation stage, information must be managed and restricted internally on a "need to know" basis only.
- ii) Employees must always be reminded of the confidentiality clauses embodied in their employment contracts, where appropriate.
- iii) In the event that the matter becomes public information or results in negative publicity and/or image, IGD will work with Corporate Communication Department.

## **12.0 SAFEKEEPING OF RECORDS**

- i) All reports, its supporting evidence, findings of investigations and monitoring of corrective actions shall be centralized, logged and monitored by IGD.
- ii) Disclosure of reports to individuals who are not involved in the investigation will be viewed as a serious disciplinary offence which may result in disciplinary action, including termination of employment or dismissal.

## **13.0 AMENDMENTS**

Upon recommendation from IGD, the Board of Directors reserves the right to amend or modify this Policy and its procedures, either in whole or in part, at any time without assigning any reason whatsoever and the same shall be informed or communicated through the Group's normal channel of communication.

**APPENDIX A**  
**PHARMANIAGA BERHAD**

COMPLAINT FORM / BORANG ADUAN			
Integrity & Governance Department		Version: 4.0	Effective Date: Nov 2024
Complaint No. / No. Aduan	:		
Date / Tarikh	:	Time / Masa	:
<b>A. DETAILS OF COMPLAINANT / MAKLUMAT PENGADU</b> (Filled in by the complainant / Diisi oleh pengadu)			
Category / Kategori	:	<input type="checkbox"/> Employee / Pekerja	<input type="checkbox"/> Public / Awam
Name / Nama	:		
Identity Card No. / No. Kad Identity	:		
Passport No. / No. Passport	:		
Race / Bangsa	:		
Telephone Num / No. Telefon	:		
E-mail / E-mel	:		
Correspondence Address / Alamat Surat-menyurat	:		
Designation / Jawatan	:		
Department / Jabatan	:		
Company / Syarikat	:		
Location / Lokasi	:		
<b>B. COMPLAINT INFORMATION / MAKLUMAT ADUAN</b> (Filled in by the complainant / Diisi oleh pengadu)			
Name of Accused / Nama Tertuduh (1)	:		
Company / Syarikat	:		
Position / Jawatan	:		

Name of Accused / Nama Tertuduh (2)		:	
Company / Syarikat	:		
Position / Jawatan	:		
Date of occurrence / Tarikh Kejadian		:	
Time of occurrence / Masa Kejadian		:	
Description of complaint or information / Penerangan tentang aduan atau maklumat		:	
Supporting Document / Dokumen Sokongan		:	<input type="checkbox"/> Yes / Ya <input type="checkbox"/> No/Tidak
Signature of Complaint / Tandatangan Pengadu		Signature of Recipient / Tandatangan Penerima	
.....		.....	
C. This column must be filled in by the recipient of the complaint / Ruang ini mesti diisi oleh penerima aduan			
How the complaint or information was received / Bagaimana aduan atau maklumat diterima		Directly from complainant / Terus dari pengadu	Whistleblowing e-mail / E-mel whistleblowing
		Integrity Officer or CIGO / Pegawai Integriti atau CIGO	Whistleblowing hotline / Talian hotline whistleblowing
		Document from MACC / Dokument dari SPRM	Head of Department / Ketua Jabatan
		Government Department Official Letter /	Social Media / Media Sosial
		Internal Audit Report / Laporan Audit Dalaman :	Mass Media / Media Massa
		External Audit Report / Laporan Audit Luaran :	Company grievance channel (Telephone/email/facsimile) / Saluran aduan syarikat (Telefon/emel/faks):

\*Please submit this completed complaint form to the Integrity & Governance Department

APPENDIX B

PHARMANIAGA BERHAD  
 FLOWCHART PROCESS ON THE INITIAL ASSESMENT AND INVESTIGATION

