

Whistleblowing Policy



Policy Statement

UEM Sunrise Berhad (“UEM Sunrise” or the “Company”) and its subsidiaries (the “Group”) are committed to the highest standards of integrity, accountability and ethical behaviour in its business conduct and operations, consistent with our corporate values. In line with our commitment, we provide a mechanism for our employees, third parties employed or engaged and members of the public to report wrongdoing or improper conduct within the Group.

The Board is committed to fostering an organisational culture that promotes openness, accountability and ethical conduct, where concerns regarding possible violations of laws, regulations, policies or ethical standards may be raised without fear of retaliation. The Group will ensure that all disclosures are appropriately considered, assessed objectively and managed in accordance with this Policy.

Policy Objective

This Policy makes clear that we take wrongdoing seriously and that we are committed to identify, deal with, and rectify any improper conduct that can potentially harm the Group including its reputation. We want to embed a culture across the Group where wrongdoing is not tolerated and when reported, will be quickly and efficaciously addressed. We also commit to provide protection within the Group’s ability and control for those who make such disclosures as described in the Whistleblower Protection section.

This Policy also aims to encourage early reporting of suspected misconduct, reinforce the Group’s commitment to ethical business conduct, provide assurance that whistleblowers acting in accordance with this Policy will be protected from retaliation; and promote accountability and continuous improvement within the Group.

This Policy shall be reviewed periodically to ensure that it remains effective, reflects applicable legal and regulatory requirements, and incorporates evolving governance practices.

Applicable Scope

This Policy covers, possible and actual improper conduct, which if proven, constitutes a disciplinary or a criminal offence. These includes, but not limited to, the following:

- i. any form of financial crime, including fraud;
- ii. bribery and corruption, whether for personal gain or for the benefit of the Group;
- iii. abuse of power for personal gain;
- iv. conflict of Interest;
- v. theft or embezzlement;
- vi. misuse of the Group’s property and information;
- vii. any form of negligence, default, breach of trust/duty or non-compliance with the policies and procedures;
- viii. any situations of regulatory breach or non-compliance with applicable laws; and
- ix. inadequacies of the Group’s anti-corruption programme.

This Policy is not intended to address routine employment grievances relating solely to an individual’s terms and conditions of employment. However, concerns involving fraud, corruption, abuse of authority, retaliation, discrimination, harassment or breaches of law or the Group’s Code of Conduct may be reported under this Policy.

If a person wishes to make a disclosure of improper conduct in accordance with the Whistleblower Protection Act 2010 (“the Act”), the disclosure should be made to an enforcement agency. The Act protects persons making disclosures of improper conduct in the public and private sector from civil and criminal action.

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Whilst the Group respects the rights of any person to report directly to an enforcement agency, individuals are encouraged to report to the Group first. This allows the Group to address any improper conducts and where applicable, take appropriate actions to prevent any harm to the Group.

In the event an employee is unsure whether a particular act or omission constitutes an improper conduct under this Policy, the employee is encouraged to seek advice or guidance from the line manager, Head of Department/Division or the Integrity & Governance Unit ("IGU").

Disclosure Procedure

All disclosures are to be channelled in accordance with the procedures outlined under this Policy. Disclosure should be factual and not speculative. Information provided should be specific to allow for proper assessment of the nature and extent of the concern.

Disclosures can be made to any one of the following designated reporting channels, which are accessible to both internal and external parties, at <https://whistleblower.uemsunrise.com/>, in a strict confidential manner:

- i. Secured Postbox; or
- ii. Direct Message to the Board Governance & Risk Committee ("BGRC") Chairman.

Anonymous Whistleblower

Anonymous reporting can be undertaken via the respective channels (Secured Postbox and Direct Message to BGRC Chairman). All reports are taken seriously by UEM Sunrise. However, in the event that there is lack of material evidence, UEM Sunrise reserves the right to close the case. With this in mind, UEM Sunrise encourages the whistleblower to disclose his/her identity to enable:

- i. further information gathering and/or clarification with regard to the disclosure made;

- ii. accord the necessary protection to the whistleblower; and
- iii. notification of the outcome of the investigation on the disclosure where it relates to the disclosing party if deemed necessary.

Whistleblowers are encouraged to provide detailed factual and not speculative information to assist with the investigation (i.e., who, what, where, when and how).

Whistleblower Protection

The Group will protect the person making a report to the extent possible, within Group's ability and control.

The identity of a good faith whistleblower will be kept confidential to the fullest extent possible and as required under the applicable laws. The information reported will be kept in a secure information management system. Confidentiality shall be maintained to the fullest extent permitted by law, recognising that disclosure may be necessary where required by law or for the proper conduct of an investigation.

The Group adopts a zero-tolerance approach towards retaliation against any whistleblower or any person assisting in an investigation conducted under this Policy. The Group prohibits retaliation against all whistleblowers acting on reasonable grounds believing that the information disclosed is substantially true, and will accord protection against retaliation, detrimental action or unfair treatment arising from making such report. Such protection is accorded even if the investigation later reveals that the whistleblower is mistaken as to the facts and/or the application of the relevant rules or procedures, or the allegation could not be substantiated. A disclosure that is subsequently not substantiated shall not, of itself, result in disciplinary action against the whistleblower, provided the disclosure was made honestly and based on reasonable grounds.

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Where the whistleblower can prove that they have been subjected to retaliation, detrimental action or unfair treatment, UEM Sunrise reserves the right to take the appropriate actions against the perpetrator. Other forms of protection such as transferring department may also be provided by the Group.

Any person making a report must do so in good faith, with reasonable belief that it is true, and not acting maliciously or for personal gain. Any person found to make a false allegation for malicious purposes will not receive whistleblower protection but instead be subjected to disciplinary action and/or legal action by the Group.

Please note that the Group has no power to provide any immunity from civil and criminal prosecution. However, for whistleblowers coming forward voluntarily, legal and other forms of support will be provided by the Group in the event of a prosecution arising from their report.

Investigation Procedure

Disclosures made via the Secured Postbox ("SP") will be directed to the BGRC Chairman, BGRC members and the designated IGU officers. Disclosures made via Direct Message ("DM") will be directed to the BGRC Chairman. Only BGRC Chairman will have the direct access to the details of DM case, and he/she reserves the right to grant access to the BGRC members and/or the designated IGU officers, if deemed appropriate

If the disclosure has a reasonable basis and legitimacy, the preliminary assessment outcome shall be disclosed/escalated to the Board through the BGRC Chairman, BGRC members and/or IGU. Recipients of the preliminary assessment outcome shall ensure details of the whistleblower are protected and kept entirely confidential.

The IGU shall be the case handler responsible for complaint management, including detection, verification and investigation. BGRC provides oversight on the overall complaint management, deliberate and recommend appropriate course of

actions for the Board. The Board shall be the decision maker for all corruption cases.

The assessment outcome shall be disclosed and deliberated accordingly as follows:

Disclosures related to Chairman of UEM

Sunrise (including corruption offences) – BGRC Chairman and/or IGU to escalate to Chairman of UEM Group Berhad.

Disclosures related to Board Members of UEM

Sunrise (including corruption offences) – BGRC Chairman and/or IGU to escalate to Chairman of UEM Sunrise.

Disclosures related to corruption offences –

BGRC Chairman and/or IGU to escalate to Board of UEM Sunrise.

Disclosures related to other matters, non-corruption offences, operational complaints or grievances, etc. – IGU to escalate to BGRC for directive/deliberation and report to Board of UEM Sunrise.

Upon completion of investigation, the IGU shall undertake the appropriate remedial action based on the decision made, including:

- a) Making a report to the relevant external enforcement agencies (e.g., Malaysian Anti-Corruption Commission, Royal Malaysian Police, etc.), where the improper conduct constitutes a criminal offence;
- b) Ensure that the relevant Department/Division take appropriate action such as initiating disciplinary and/or legal action against parties where there is evidence that improper conduct has taken place; or
- c) Recommending steps be implemented to prevent similar situation from repeating in the future.

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Contacting the Authorities

For a disclosure that requires escalation of the matter to an external enforcement agency such as criminal matters including corruption, the Board shall be informed at the earliest opportunity, per the Whistleblowing Procedures and decide the best course of action for reporting to the authorities, in consultation with legal counsel.

Reporting to the BGRC and the Board

The IGU shall maintain a record of the reports received through the whistleblowing channels, the investigations and their outcomes, with reporting to the BGRC and Board on a regular basis.

The Board, through the BGRC, shall oversee the effectiveness of the Group's whistleblowing framework and receive periodic reports on the implementation of this Policy.