

## 1. Introduction

This Whistleblowing Policy (this “Policy”) is established by Board of Directors (“Board”) of Uzma Berhad (“Uzma” or the “Company”) to facilitate the Group in achieving its aim to prevent bribery and uphold the highest level of business ethics in relation to the businesses and operations of Uzma and its subsidiaries (“Uzma Group” or “the Group”).

This Policy is applicable to the Group’s Directors, Employees, its stakeholders, and the general public.

This Policy shall be applicable to all countries in which the Group has business activities.

## 2. What can be Reported?

All stakeholders, including employees, distributors, the public, etc., are encouraged to disclose any information or raise a genuine concern about serious wrongdoings, misconduct, illegal acts, or unethical business conduct including but not limited to fraud, corruption, malpractice, financial irregularities, dishonesty, criminal activities, personal misconduct, and serious breach of the Group’s internal policies, procedures, or applicable codes (e.g. code of ethics) (generally summarised as the “Wrongdoing”) in relation to Uzma Group’s businesses or activities.

This Policy does not cover complaints or grievances relating to employment or other business with the Group, which shall be dealt with in accordance with other existing procedures of the Group, unless they involve wrongdoings, misconduct, illegal acts, unethical business conduct.

This Policy excludes grievances, complaints or concerns about:

- general complaints about the Group’s products or services;
- matters which are trivial or frivolous or malicious or vexatious in nature or motivated by personal agenda or ill will; and
- matters pending or determined through any tribunal or authority or court, arbitration, or other similar proceedings.

A Wrongdoing may occur in the course of Uzma Group’s business or affairs or at any workplace. For example, on Uzma Group’s premises, at an event organised by Uzma Group, or during a conference attended by Uzma Group’s employees in the course of his/her work.

If a person is unsure whether a particular act or omission constitutes a Wrongdoing under this Policy, he/she is encouraged to seek advice or guidance, if he/she is a Uzma Group personnel, from the immediate superior or a representative of People Department or the Legal Department; or if he/she is an external stakeholder of the Group, his/her liaison within the Group.

## 3. Guiding Principles for This Policy

In relation to this Policy, Uzma will abide by the following guiding principles:-

- (a) Employees who come across any unlawful or unethical situation, or any violation or suspected violations of applicable laws, regulations, and Uzma Group’s policies and procedures, including relevant code of ethics documents, shall raise their concerns.
- (b) all reports made via this Policy (“Disclosures”) shall be handled discreetly, promptly, thoroughly, and in strictest confidence in accordance with applicable laws and regulations.
- (c) the person who makes a Disclosure (“Whistleblower”) shall be protected from reprisal by Uzma Group or its personnel as a direct consequence of making a Disclosure; and
- (d) the Whistleblower and the alleged wrongdoer shall be treated fairly and be given an opportunity to be heard.

#### 4. How to Report

- (a) A person who, in good faith, reasonably believes or suspects a Wrongdoing is taking place, has taken place, or may take place in the future, shall report as soon as he/she has established reasonable grounds for believing or suspecting so, together with the relevant information or document.

A Whistleblower is not expected to first obtain substantial evidence of proof beyond reasonable doubt when making a Disclosure.

- (b) Anonymous whistleblowing is not prohibited. Nevertheless, the extent to which a Disclosure can be investigated may be limited to the information provided.
- (c) A Disclosure can be made in writing, orally, or via email. A Disclosure shall, where possible, include the following particulars:
- i. the Whistleblower's name, whether he/she is an Employee of Uzma Group or the organisation he/she belongs with;
  - ii. the basis or reasons for his/her concerns, including as many details as reasonably possible, in relation to the Wrongdoing;
  - iii. particulars of witnesses, if any; and
  - iv. particulars of documentary information or evidences, if any.
- (d) A Disclosure shall be made to either one of the following Prescribed Persons.

**Chief People Officer, People Department**

Name: Datin Rozita Binti Mat Shah @ Hassan

Email: rozita@uzmagroup.com

Tel No: + 603 – 7611 4000

**Managing Director/ Chief Executive Officer**

Name: Dato' Kamarul Redzuan Bin Muhamed

Email: kamarul@uzmagroup.com

No: + 603 – 7611 4000

- (e) If making a Disclosure to Management is a concern or if the alleged Wrongdoing involves the Prescribed Persons or a Director, **Paragraph 4(d)** shall not be applicable and the Disclosure may be made directly to the Audit Committee Chairman, as follows:

**Audit Committee Chairman**

Name: Dato' Dr. (H) Ab Wahab Bin Haji Ibrahim

Email: abwahab.ibrahim@uzmagroup.com

No: + 603 – 7611 4000

**5. Actions to be taken by Uzma Group or its personnel in relation to Disclosures**

- (a) The respective persons who receives the Disclosure in accordance with **Paragraph 4(d)** or **4(e)** above shall:
- i. if the Disclosure is made verbally, document the verbal disclosure in writing and obtain the Whistleblower's confirmation of the written statements;
  - ii. screen and assess the Disclosure received to determine whether it is related to a Wrongdoing reportable under this Policy or excluded from the scope of this Policy;
  - iii. consider the next course of actions which may include, but are not limited to, the following, where appropriate:
    - rejecting of the Disclosure;
    - directing the Disclosure or part thereof for consideration under other internal procedures;
    - resolution without further investigation;
    - directing investigations relating to the Disclosure and/or the related persons;
    - suspending the alleged wrongdoer or any other implicated persons from work to facilitate the fact-finding or to avoid any employees' exposure to a threat or harm;
    - designating any persons to conduct investigation or to carry out any other necessary process;
    - engaging independent third parties to assist in the handling of the Disclosure; and
    - referring to the appropriate authority.
- (b) All Disclosures made via **Paragraph 4(d)** above shall be notified to the Managing Director/ Chief Executive Officer.
- (c) The Managing Director/ Chief Executive Officer may escalate the Disclosure to the Audit Committee Chairman.
- (d) All Disclosures made via **Paragraph 4(e)** and **Paragraph 5(c)** shall be notified to the Audit Committee.
- (e) As a general principle, personnel involved in the Disclosure handling process, including investigations and deliberations, shall be objective and independent from those involved in the alleged Wrongdoing.

**6. Being Informed and Having the Opportunity to Be Heard**

- (a) A Whistleblower may be informed of the status of his/her Disclosure, including the outcome of the deliberation, as far as reasonably practicable.
- (b) The alleged wrongdoer, which may include the Whistleblower in the event the Whistleblower is implicated or discovered to be involved in the alleged wrongdoing, may be asked to attend a meeting to discuss the allegations and he/she shall take all reasonable steps to attend the meeting. He/she shall be given an opportunity to answer the allegation.
- (c) If an investigation is conducted on a Whistleblower who is implicated or discovered to be involved in the allegation, it shall not be treated as a reprisal against the Whistleblower but a facilitation of fact-finding and decision making.

## 7. Confidentiality and Protection from Reprisal

- (a) All Disclosures received will be treated strictly as confidential, unless otherwise required by law or for purpose of any legal proceedings.
- (b) The Whistleblower's identity shall be protected, unless otherwise required by law.
- (c) The Disclosure, the Whistleblower's identity, and details of work associated with the Disclosure shall only be revealed to persons involved in the investigation and related proceedings on a "need-to-know" basis.
- (d) A Whistleblower will be protected from reprisal by Uzma Group or its personnel as a direct consequence of the Disclosure.

A reprisal includes disciplinary actions, termination, demotion, negative evaluation, loss of remuneration and bonus, withholding of promotion, etc. Such reprisal actions, where proven, will be treated as serious gross misconduct.

## 8. Reporting of Disclosures to the Board

- (a) In relation to Disclosures made pursuant to **Paragraph 4(d)** above, the Audit Committee shall be updated on the following, on a quarterly basis:
  - i. the number of Disclosures made during the quarter and any ongoing, unresolved Disclosures;
  - ii. the types of Disclosures;
  - iii. statuses of the Disclosures;
  - iv. summary of handling process and resolution of each Disclosure;
  - v. whether allegations relating to the Disclosures were founded, with due consideration to the confidentiality of the Whistleblowers' identified; and
  - vi. any management action plans undertaken to rectify internal control weaknesses that lead to the Wrongdoing, if any.
- (b) In relation to Disclosures made pursuant to **Paragraph 4(e)** and **5(c)** above, the Audit Committee shall be kept updated on the handling process and, where necessary, oversee and manage the handling of the Disclosures without the presence of conflicted persons.
- (c) The Board shall be updated on a summary of all Disclosures on a quarterly basis.

## 9. Review of This Policy

This Policy is approved by the Board of Uzma on 20 May 2020.

This Policy shall be reviewed by the Company periodically or at least once in three years.