



PANTECH GROUP HOLDINGS BERHAD
(Company No. 733607 W)

WHISTLEBLOWING POLICY

[Updated on 11 June 2018]

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I. Purpose

This whistleblowing policy is designed to encourage employees of PANTECH GROUP HOLDINGS BERHAD (“the Company” or “PANTECH” together with its subsidiaries, the “Group”), and related third parties (e.g. customers, suppliers, etc., who deal with the Company) (“Third Parties”) to raise concerns, in confidence, about misconduct, malpractice or irregularities in any matters related to the Company.

II. Responsibility to Report

The Code of Ethics of PANTECH (“COE”) provides the guiding principles for all Board members and employees to take the right action, behave with integrity and honesty, treat people fairly, respect diversity, obey all laws, accept accountability, communicate openly, and always behave in a way that is beyond reproach.

Under the COE, employees are required to promptly alert their supervisor or higher management of business and work-related situations that could be damaging to PANTECH or cause harm to others such as emergencies, crimes, accidents, irregularities or other unexpected events; and to take reasonable action to prevent damage or harm. Employees could be in breach of the COE if they assist or authorize others in activities that breach the COE, conceal or fail to report any known or suspected breaches by others. Employees and Third Parties may also have a duty to report corruption to the authorities if required to do so by local regulations.

III. Protection

Persons making genuine and appropriate complaints under this policy are assured of fair treatment. In addition, PANTECH Group’s employees are also assured of protection against unfair dismissal, victimization or unwarranted disciplinary action, even if the concerns raised turned out to be unsubstantiated. PANTECH Group reserves the right to take appropriate actions against anyone (employees or Third Parties) who initiates or threatens to initiate retaliation against those who have raised concerns under this policy. In particular, employees who initiate or threaten retaliation will be subject to disciplinary actions under the COE, which may include dismissal. Management will support all employees and encourage them to raise concerns without fear of reprisals.

IV. Confidentiality

PANTECH Group will make every effort, within its capacity to do so, to keep a Whistleblower’s identity confidential. PANTECH Group will endeavor to advise a Whistleblower in advance if his or her identity may become apparent or need to be disclosed. Should an investigation lead to a criminal prosecution, it may become necessary for a Whistleblower to provide evidence or be interviewed by the relevant authorities.

V. Types of Misconduct, Malpractice and Irregularity

It is not possible to give an exhaustive list of the activities that constitute misconduct, malpractice or irregularity covered by this policy. For example, PANTECH Group expects all employees to observe and apply the COE principles in the conduct of PANTECH Group's business. Employee behavior that is not in line with COE principles could constitute a misconduct, malpractice, or irregularity that should be reported. The principles of COE relate to :

- integrity and honesty
- confidentiality
- avoiding conflicts of interest
- responsibilities
- safety, health and environment
- compliance with financial controls and reporting requirements
- moderation in gifts
- compliance with laws and regulations
- protecting our information, records and assets
- compliance with the code and obligation to report

VI. Reporting and Investigations

a) Reporting Channels

For employees, they may prefer to have an initial discussion with his/her manager or Human Resources Manager ("HRM"). However, the HRM must in turn report any potential or actual misconducts, malpractices or irregularities to the Group Managing Director ("GMD"). If employee feels uncomfortable doing this (e.g., his/her line manager has declined to handle his/her case or it is the line manager who is the subject of the report), then the employee can contact GMD directly. Business partners, suppliers and Third Parties are encouraged to report directly to GMD.

However, if it involves sensitive issue that may not convenient to convey to GMD, then employee or Third Party can contact the Audit Committee Chairman at this email : yxlim@pantech-group.com.

b) Reports and Supporting Documentation

While PANTECH Group does not expect the Whistleblower to have absolute proof or evidence of the misconducts, malpractices or irregularities reported. The report should show the reasons for the concerns and full disclosure of any relevant details and supporting documentation. If he/she makes a report in good faith then, even if it is not confirmed by any subsequent investigation, the Whistleblower's concerns would be valued and appreciated.

All complaints will be treated strictly private and confidential.

c) Investigations

Every report or complaint received will be assessed.

If there is sufficient evidence to suggest that a case of possible criminal offence or corruption exists, the matter will be reported and addressed to the relevant authority accordingly.

A full report on the investigations conducted without revealing the identity of the Whistleblower. For confirmed cases of COE violations, the normal process is for the HRM to determine what disciplinary action is appropriate and make a recommendation to the GMD for final decision.

VII. False Reports

If a Whistleblower makes a false report maliciously, with an ulterior motive, or for personal gain, PANTECH Group reserves the right to take appropriate actions.

VIII. Anonymous Reports

As PANTECH Group takes reporting of misconducts, malpractices, and irregularities seriously and wants to conduct warranted investigations of both potential and actual violations, it is preferred that these reports are not made anonymously. However, it is recognized that for any number of reasons, employees or Third Parties may not feel comfortable reporting potential violations directly to GMD. In these cases, anonymous reports may be submitted to the Audit Committee Chairman.

IX. Responsibility for Implementation and Review of Policy

This policy has been approved and adopted by the Board of the Company. The Audit Committee has been delegated overall responsibility for implementation, monitoring and periodic review of this policy and any matter raised must be put forward to the Board for approval.

Dated this 11 June 2018