

Whistle Blower Policy

Revision History

Version	Amendment description	Effective Date
1.0	New Policy	01 Jun 2020

Note: Supersedes and replaces all prior versions as from the effective date.

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1. GENERAL STATEMENT

- 1.1. The Board of director (“the Board”) of Return Legacy Sdn Bhd (“RLSB” or the “Company”) and its subsidiaries (collectively “the Group”) are committed to the highest standard of integrity, openness and maintaining high standard of accountability in the conduct of its businesses and operations. The Group aspires to conduct its affairs in an ethical, responsible and transparent manner which is vital to the success of the Group.
- 1.2. This policy is applicable to all employees including permanent, contract or part time. This policy also encourage directors, shareholders, vendors, customer, agent or any parties with a business relationship with the Group to report or disclose any wrongdoing that may adversely impact the Group.
- 1.3. The policy may be reviewed and amended from time to time to ensure effective implementation of this policy within the Group.

2. SCOPE OF POLICY

The purpose and objectives of this Policy are:

- a) To facilitate the making of a disclosure as early as possible and in a responsible manner by putting into place internal procedures;
- b) To address a disclosure in an appropriate and timely manner. When disclosure matters are addressed, they may be prioritised according to the nature or gravity of the alleged wrongdoing(s) or reported risk(s) and the magnitude of the repercussions;
- c) To protect a whistle blower from reprisal as a direct consequence of making a disclosure and to safeguard such person’s confidentiality; and
- d) To treat both the whistle blower and alleged wrongdoer fairly. The whistle blower will be informed of the status of his/ her disclosure. The alleged wrongdoer will be informed of the allegations (though not necessarily at the start of the investigation) and given an opportunity to respond to the allegations. The identities and personal information of the whistle blower and the alleged wrongdoer will be revealed only to persons involved in investigations or any other processes on a “need-to-know” basis only.

3. REPORTING PROCEDURES

This Policy is intended to complement the normal channels of communication and reporting lines within the Group. Persons should first consult or raise their concerns with their HOD or, when necessary, the DCEO.

3.1. Who Can Disclose:

Any of the following can make a disclosure:

- a) The Group's employees, including employees on contract terms, temporary or short-term employees and employees on secondment, where applicable;
- b) People performing services for the Group, including contractors and service providers;
- c) Members of the public who are natural persons, not being incorporated or unincorporated bodies.

3.3. What to Disclose:

A disclosure may be made if it relates to one or more of the following wrongdoings by any person in the conduct of the Group's business or affairs:

- a) acceptance of favour;
- b) corruption or fraud;
- c) criminal offence;
- d) misuse of the Group's funds or assets;
- e) gross mismanagement within the Group;
- f) serious financial irregularity or impropriety within the Group;
- g) serious breach of the Group's Code of Ethics;
- h) an act or omission which creates a substantial or specific danger to the lives, health, or safety of the Group's employees, the public or the environment;
- i) failure to comply within the provisions of other Acts of Parliament where the wrongdoer, knowingly, disregards or does not comply with such provisions; and
- j) knowingly directing or advising a person to commit any of the above wrongdoings.

This Policy excludes grievances, complaints or concerns about:

- a) matters which are trivial or frivolous or malicious or vexatious in nature or motivated by personal agenda or ill will;
- b) matters pending or determined through the Group's disciplinary proceedings; and
- c) matters pending or determined through any tribunal or authority or court, arbitration or other similar proceedings.

A wrongdoing may occur in the course of the Group's business or affairs or at any workplace i.e. any related workplace to the Group's business or affairs, for example, on the Group's premises, at an event organised by the Group, or during a conference attended by the 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 from his/ her immediate superior or HOD or, when necessary, the DCEO.

3.3. When to Disclose:

- a) A whistle blower should come forward with any information or document that he or she, in good faith, reasonably believes and discloses a wrongdoing, which is likely to happen, is being committed or has been committed.
- b) The whistle blower needs to demonstrate that he/ she has reasonable grounds for the concerns. However, he/ she is not expected to first obtain substantial evidence of proof beyond reasonable doubt when making a disclosure. If he/ she knows as a matter of fact that there are serious risks that a wrongdoing is going to take place, such genuine concerns should be raised at that early stage.
- c) Disclosure should be made within one (1) month of coming upon such information or document. Delaying the disclosure may be detrimental to the whistle blower as well as any investigation, and makes it harder for the Group to address and resolve the concerns.

3.4. How to Proceed:

Generally, all disclosures pursuant to this Policy are to be made to the Prescribed Officer except in the circumstances specified below. The Prescribed Officer is currently the DCEO of Return Legacy.

- a) A disclosure can be made in writing, orally or via electronic mail (“email”).
- b) The Prescribed Officer will commit to writing a disclosure made verbally and the whistle blower is to confirm the written statements. As far as reasonably practicable, such disclosure will be made in a private room within Group’s premises.
- c) A disclosure shall include at least the following particulars:
 - if the whistle blower is an employee of the Group, his/ her name, designation and contact numbers; or
 - if the whistle blower is not an employee of the Group, his/ her name, name of employer and designation and contact numbers;
 - basis or reasons for his/ her concerns including as many details of the wrongdoing as reasonably possible, for instance, its nature, the date, time, and place of its occurrence and the identity of the alleged wrongdoer;
 - particulars of witnesses, if any; and
 - particulars or production of documentary evidence, if any.

The whistle blower may be asked to provide further clarifications and information from time to time, for example, if an investigation is conducted.

- d) The Prescribed Officer will screen and assess the disclosure to determine whether it is related to a wrongdoing or excluded from the scope of this Policy, and will prepare general recommendations to the deciding authority. This initial process should not take more than one (1) month from the day the Prescribed Officer receives the disclosure. It may be completed immediately if the wrongdoing is capable of causing irreparable harm to the Group.
- e) A disclosure can be made directly to the Audit Committee Chairman in either of the following circumstances:
 - where the wrongdoing involves the Prescribed Officer; or
 - where the wrongdoing does not involve the Prescribed Officer but the whistle blower, in good faith, reasonably believes that there will be a cover-up or that the Prescribed Officer is personally conflicted (for instance, the Prescribed Officer is a close friend of the alleged wrongdoer); and
 - in either circumstance, there will be no referral to a higher authority. The Audit Committee (“AC”) Chairman has the authority to make the final decisions including but not limited to any of those mentioned below in (f). The AC Chairman may designate any persons, other than the Prescribed Officer, from within or without the Group to conduct any investigation or to carry out any other process pursuant to this Policy (for instance, any meeting or an internal audit).
- f) Following Paragraph (d) above, the disclosure together with the general recommendations will be referred by the Prescribed Officer to the AC Chairman who has the authority to make final decisions including but not limited to any of the following:
 - rejection of the disclosure;
 - directing the concerns or any part thereof for consideration under other internal procedures or disciplinary procedures, if appropriate and applicable;
 - resolution without recourse to an investigation;
 - directing investigations of the Disclosure and any persons involved or implicated;
 - Suspending the alleged wrongdoer or any other implicated person from work to facilitate any fact-finding or to avoid any employee’s exposure to a threat or harm;
 - Designating the Prescribed Officer or any other persons from within or without the Group to conduct any investigation or to carry out any other process pursuant to this Policy (for instance, any meeting or an internal audit);

- Obtaining any other assistance (for instance, external auditors or legal advice); and
 - Referral to the police or any other appropriate enforcement authority.
- g) If the disclosure involves the DCEO, CEO or a Director or any other persons, following Paragraph (e) above, the disclosure will be referred directly to the AC Chairman who will then be responsible for the investigation and recommendation to the Board of Directors. The Board of Directors has the authority to make final decisions.

If the Person would like to discuss any matter with the AC, the Person should indicate this in the submission and include a telephone number at which he or she might be contacted if the AC deems it appropriate. Any such envelopes received by the Company Secretary shall be forwarded promptly and unopened to the Chairman of the AC.

4. BEING INFORMED AND HAVING THE OPPORTUNITY TO BE HEARD

The whistle blower will be informed of the status of his/ her disclosure matter as far as reasonably practicable. The whistle blower and the alleged wrongdoer are expected to give his/ her full cooperation in any investigation or any other process carried out pursuant to this Policy.

The alleged wrongdoer may be asked to attend a meeting to discuss the allegations and must take all reasonable steps to attend the meeting. He/ she will be given an opportunity to answer the allegations at the meeting, and his/ her own answers will be recorded in the minutes of the meeting. The meeting may be adjourned for the Group to obtain any advice or proceed with further investigations. A meeting may not necessarily be held within the early stages of an investigation.

In the event the whistle blower is implicated or discovered to be or have been involved in any wrongdoing, he/ she may also be investigated so as to complete the fact-finding process. An investigation is not and shall not be treated as a reprisal against the whistle blower. It is to facilitate decision making. The whistle blower may then be asked to attend a meeting to discuss the allegations and must take all reasonable steps to attend that meeting. He/ she will be given an opportunity to answer the allegations at that meeting, and his/ her own answers will be recorded in the minutes of that meeting. That meeting may be adjourned for the Group to obtain further advice or proceed with further investigations.

The whistle blower, and if applicable, the alleged wrongdoer will be notified in writing or the decision on the wrongdoing (e.g. whether the wrongdoing occurred or not; or whether the alleged wrongdoer is guilty or not), and the basis thereof.

5. HANDLING / DISCUSSION OF AN INVESTIGATION

- a) No information concerning the status of an investigation will be given out.
- b) Under no circumstances should any reference be made to “the allegation,” “the crime,” “the fraud,” “the forgery,” “the misappropriation,” or any other specific reference.
- c) The reporting individual should be informed of the following:
 - Do not contact the suspected individual in an effort to determine facts or demand restitution; and
 - Do not discuss the case, facts, suspicions, or allegations with anyone unless specifically asked to do so by the Prescribed Officer.

6. CONSEQUENCES OF WRONGDOING OR WRONGFUL DISCLOSURE

If the Person (i.e. the whistle blower) of the Group has, or is found to have:

- committed a wrongdoing;
- taken serious risks which would likely cause a wrongdoing to be committed;
- made a disclosure not in accordance with the requirements of this Policy (for instance, dishonest, mischievous or malicious complaints); or
- participated or assisted in any process pursuant to this Policy otherwise than in good faith, the corrective actions to be taken against that Person will be determined by the GM/DCEO or, if so delegated by the Senior Management, which may include, disciplinary measures, formal warning or reprimand, demotion, suspension or termination of employment or services with the Group or monetary or other forms of punishment.

7. PROTECTION UNDER THIS POLICY

Upon making a disclosure in good faith, based on reasonable grounds and in accordance with the procedure pursuant to this Policy:

- the whistle blower will be protected from reprisal within the Group as a direct consequence of his/ her disclosure; and
- the whistle blower’s identity will be protected i.e. kept confidential unless otherwise required by law or for purposes of any proceedings by or against the Group.

The identities and personal information of the whistle blower and the alleged wrongdoer may be revealed to persons involved in investigations or any other processes on a “need-to-know” basis.

The Prescribed Officer shall retain as a part of the records any such complaints or concerns for a period of no less than seven (7) years.

A reprisal means disciplinary actions, which may include, alone or in combination, a warning or letter of reprimand, demotion, loss of merit increase, loss of bonus, suspension without pay or termination of employment.

If the Person of the Group, in good faith, reasonably believes he/ she is being subjected to harassment, victimisation or a reprisal as a direct consequence of having made a disclosure under this Policy, he/ she may consult the Prescribed Officer in confidence. Essentially, the complaint will be processed in a similar manner as a whistle-blowing disclosure and is subject to similar requirements. The Company does not permit retaliation of any kind against the whistle blower for complaints submitted hereunder that are made in good faith. Any such reprisal will in itself be considered a serious breach of this Policy.

CONTACT INFORMATION

Prescribed Officer

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Phone : 03-61446399
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APPENDIX I

WHISTLEBLOWING REPORT FORM

Incident Date & Time	
Incident Location	
Name of alleged person & Department	
Details of alleged incident (<i>Please provide evidence to support</i>)	

Signature :

Name :

Company & Dept :

Contact Number :

Date :