



MALAYSIAN BULK CARRIERS BERHAD

WHISTLEBLOWING POLICY

1. Overview`

Malaysian Bulk Carriers Berhad (**‘the Company’**) and its subsidiaries companies (**‘MBC Group’**) is committed to the highest standard of integrity and accountability in the conduct of its business and operations in an ethical, responsible and transparent manner. Recognizing this value, MBC Group provides avenue for all its employees, external parties (customers and suppliers) or members of the public to report or disclose any improper conduct within MBC Group.

2. Objective

2.1 This policy establishes a framework and outlined the mechanism that has been put in place to enable employees of MBC Group and member of the public to report without fear of reprisals on any wrongful activities or malpractices, provide feedback for independent investigations and assurance that they will be protected from reprisals or victimisation, discrimination or harassment for whistleblowing in good faith and without malice.

2.2 Whistleblowing in the context of this policy also refers to a situation where employees of MBC Group, or external parties including members of public raise concerns at the earliest opportunity, of any attempted, suspected or actual wrongful activities or malpractices within MBC Group.

The person who initiates or raises concerns of wrongful activities or any malpractices is referred to as a **‘whistleblower’**.

3. Scope

3. 1 This policy applies to all employees including part-time and contract employees and all external parties such as customers, suppliers, contractors and other stakeholders who may have a business relationship with MBC Group.

3.2 The whistleblowing policy is designed to provides an avenue for a whistleblower to disclose any improper conduct (misconduct or criminal offence) within MBC Group through a designated channel. Such improper misconduct includes the following:

- Corruption, bribery or fraud;
- Failure to comply with legal or regulatory obligations;
- Theft or embezzlement;
- Misuse of funds or property;
- Money laundering;
- Insider trading;
- Abuse of power;
- Conflict of interest;
- Serious breach of fundamental internal controls;
- Professional or ethical malpractices.

The above list is not exhaustive and includes any act or omissions, which if proven will constitute an act of misconduct under MBG Group's Code of Ethics and Code of Conduct or criminal offence under any relevant legislations in force.

All whistleblowing reports have to be made in good faith with reasonable belief that the information is true and not for personal benefit; otherwise necessary action may be initiated against the whistleblower.

4.0 Procedures

The whistleblowing procedures outline MBC Group's commitment to have a channel in which MBC Group employees, suppliers, vendors, contractors and members of the public are able to report instances of unethical, unlawful or undesirable conduct of business within MBC Group.

4.1 Submission of Complaint

Every complaint shall be made in person or in writing and shall be lodged with the Audit and Risk Management Committee ("ARMC") as follows:

The Chairman of Audit and Risk Management Committee
Suite 8.01, Level 8, Menara Binjai,
No. 2, Jalan Binjai
50450 Kuala Lumpur, Wilayah Persekutuan, Malaysia
Telephone: +603-2386 7899
Email: whistleblow@maybulk.com.my

MBC Group encourages complainants to provide their particulars, i.e. name, designation, department, contact number and email where applicable. This is to facilitate appropriate follow-up questions and investigations.

As it is essential for MBC Group to have all critical information to effectively evaluate and investigate a complaint, complainant should as far as possible to include the following information in their report:

- date, time and place of the alleged Possible Improperities;
- identity and particulars of the parties involved;
- circumstances leading to the Possible Improperities; and
- any other relevant information or documentation that would assist in the evaluation of the report.

Complaints raised to other parties within the Group will be directed to the ARMC. All matters reported will be reviewed within a reasonable timeframe, and after due consideration and inquiry, a decision will be taken on whether to proceed with a detailed investigation.

4.2 Confidentiality

The identity of the whistleblower and the information reported shall be treated confidential as to protect the identity of the whistleblower and other involved or referenced in the whistleblowing report to facilitate the investigation. The identity of the complainant shall be confidential save where:

- the identity of the complainant is material to any investigation;
- the information is given, on a confidential basis, to legal or internal audit for the purpose of obtaining professional advice;
- it is required by law, or by the order or directive of a court of law, regulatory body or such other body that has the jurisdiction and authority of the law to require such identity to be revealed;
- the ARMC is of the opinion that it would be in the best interests of the Group to disclose the identity of the complainant;
- it is determined that the Complaint was frivolous, in bad faith, or in abuse of these policies and procedures and lodged with malicious or mischievous intent; or
- the identity of such complainant is already public knowledge.

All information disclosed during the investigation will remain confidential, except as necessary or appropriate to conduct the investigation and to take any remedial action, in accordance with any applicable laws and regulations.

4.3 Registration of Complaints

The ARMC shall maintain a Complaints Register for the purposes of recording all complaints received, date and nature of such complaint and action taken relating to such complaints.

The Register shall be made available for inspection upon any request by investigating authorities.

4.4 Review and Investigation of Complaint

The ARMC of MBC Group has overall responsibility for this Policy and shall oversee the implementation of the policy. All complaints received will be analysed by the ARMC to decide on the next course of action. Investigation(s) pertaining to reports or enquiries of improper conducts within MBC Group will be carried out, in which the process flow for whistleblowing procedure is appended under **Appendix A** herein.

The ARMC may direct the complaint to the appointed Working Group (“**WG**”) to address it, or lead the investigation to ensure prompt and appropriate investigation and resolution. Third parties may be engaged to commence or conduct further investigations or review, as may be appropriate.

MBC Group reserves the right to refer any complaints to appropriate external regulatory authorities as deemed necessary upon consultation with professional legal adviser. Depending on the nature of the complaint, the subject of the complaint may be informed of the allegations. Employees who

fail to cooperate in an investigation, or deliberately provide false information during an investigation, shall be subject to strict disciplinary action up to, and including, immediate dismissal.

If, at the conclusion of an investigation, MBC Group determines that a violation has occurred or the allegations are substantiated, remedial action that commensurate with the severity of the offence will be taken.

4.5 Reporting

The outcome of the investigation will be tabled in summary at the ARMC meetings held quarterly. The Chairman of the ARMC shall then report to the Board of Directors ("**Board**") on reports and findings that require the Board's attention and approval.

5.0 Obstructive or Retaliatory Action

The Company objects to and does not tolerate nor condone any obstructive action or retaliatory action being taken against any whistleblower who filed a complaint or who wishes or intends to, or who is in the process of filing a complaint and may institute disciplinary action or such other appropriate action against any employee, officer or person found to have taken such Obstructive Action or Retaliatory Action.

6.0 Frivolous or Malicious Complaints

Any person who files a complaint which is frivolous, in bad faith, in abuse of these policies and procedures or with malicious or mischievous intent, will not be protected by this Policy and may be subject to administrative and/or disciplinary action including but not limited to the termination of employment or other contractual obligations, as the case may be.

7.0 Application of the Whistleblower Protection Act 2010

While we encourage the use of our whistleblowing channel, you have an alternative avenue to make report to an enforcement agency under the Whistleblower Protection Act 2010 ("**the Act**"). In June 2010, the Act was passed by Parliament and came into force on 15th December 2010. The Act protects persons making disclosures of improper conduct in the public and private sector from civil and criminal action. In addition, the Act allows for proper investigation to be carried out by an enforcement agency set up by the Federal Government, State Government or local government ("Enforcement Agency"). Further information can be obtained from the Malaysian Anti-Corruption Commission ("MACC") website <https://www.sprm.gov.my>

8.0 Maintaining This Policy

The ARMC has the responsibility for ensuring the maintenance, regular review and updating of this policy at least annually. Revisions, amendments and alterations to this policy can only be implemented via approval by the ARMC and the Board of Directors.

Process Flow

Appendix A

