



FRASER & NEAVE HOLDINGS BHD

(Company No. 004205-V)

Version 7.0

WHISTLEBLOWING POLICY

Document Information and History

Document Owner	Risk Management Department
Reviewed and Endorsed By & Date	Audit Committee June 2020
Approved By & Date	Board of Directors (BOD) June 2020
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Date	Version	Change Reference
March 2013	1.0	Creation of document
January 2016	2.0	Review of document
August 2017	3.0	Review of document
August 2018	4.0	Review of document
August 2019	5.0	Frequency of review
May 2020	6.0	Amendment on receiving officers
June 2020	7.0	To clarify the coverage of the policy to extend Whistleblowing Policy to external parties

1.0 INTRODUCTION

- 1.1.** Fraser & Neave Holdings Bhd (the "Company") has decided to adopt this Whistleblowing Policy (the "Policy") as amongst the accountability and risk management framework and measures in support and promotion of good corporate governance practices.
- 1.2.** The Company recognizes: -
 - (a) the enormous potential of employees to detect improprieties in the workplace, and the need for the Company and its employees to work together to prevent/correct such matters; and
 - (b) that employees may be reluctant to express their concerns, for fear of harassment or victimization in the workplace.
- 1.3.** The Company has in place sound internal controls. The Whistleblowing Policy is to enable the Company's businesses to respond nimbly to concerns raised notwithstanding changes in the environment and to ensure that the corporate culture of integrity, transparency and accountability, governs all the Company's businesses.

2.0 THE POLICY

- 2.1** The Company is committed to the highest possible standards of integrity, transparency and accountability to safeguard shareholders' interests, and the Company's assets and reputation. The Whistleblowing Policy has been formulated in line with this commitment.
- 2.2** The Whistleblowing Policy serves to encourage, and provide a channel to employees and its business partners, sponsors, or any other person associated with the Company to report in good faith and in confidence, without fear of reprisals and concerns about possible improprieties in matters set out in paragraph 3 below. The Whistleblowing Policy provides to the complainant:
 - (a) set of procedures to enable them to raise concerns in good faith, and receive feedback from the Company on actions, if any, taken in respect of such concerns.
 - (b) assurance that the complainant will be treated fairly, and to the extent possible, be protected from reprisals or victimization for whistleblowing in good faith.
- 2.3** The Company expects its employees to adhere to the Whistleblowing Policy at all times.
- 2.4** The term "whistleblowing" refers to disclosures made on reasonable basis and in good faith by employees, on any real or perceived misconduct within the Company and its group of companies. Such good faith reporting must not be made recklessly, maliciously and/or for personal gain.

3.0 SCOPE

3.1 The scope of the Policy includes the following matters, actual or suspected:

- (a) financial or professional misconduct;
- (b) improper conduct, dishonest or unethical behavior, or violence in the workplace;
- (c) any contravention, irregularity or non-compliance with the law/regulations in Malaysia or in countries of assignment, and/or internal controls;
- (d) conflicts of interest;
- (e) health/ safety of any individual being or likely to be endangered or damage likely to be made to the environment; and
- (f) any other improprieties or matters that may adversely affect shareholders' interests in, and assets of, the Company, and its reputation.

3.2 Whistleblowing does not include the following types of disclosures:

- (a) operational matters which should be dealt with at the Business Unit level; or
- (b) human resource or other issues for which there is in place resolution procedures set up by the Company.

3.3 In this Whistleblowing Policy, unless the context requires otherwise, all reference to employee in this Whistleblowing Policy shall include any business partners, sponsors, or any other person associated with the Company. For avoidance of doubt, this Whistleblowing Policy is applicable to all subsidiaries and related companies of Fraser & Neave Holdings Bhd in Malaysia.

4.0 GOOD FAITH REPORTING/ DISCLOSURES

- 4.1 Any employee who has a reasonable belief that there is serious misconduct, actual or suspected, in respect of any of the matters set out in paragraph 3 above, should alert the Company through the following Receiving Officer:

The Office of the Chairman of the Audit Committee
(The "AuditCom Chairman")
Contact No : 603-9235 2232
Address : C/O Office of Board Chairman
Fraser & Neave Holdings Bhd
F&N Point
No 3, Jalan Metro Pudu 1
Fraser Business Park, Off Jalan Yew
55100 Kuala Lumpur
Email : whistleblowing@fn.com.my

This Policy together with Anti-Bribery and Anti-Corruption Policy, Fraud Control Policy, Code of Business Practices For Third Parties and Code of Business Ethics and Conduct are available on Company's public website at www.fn.com.my/investors/#corporate-governance.

5.0 CONFIDENTIALITY

- 5.1** Subject to paragraph 6.3 below, the Company will treat all such disclosures in a confidential and sensitive manner in order to indemnify and protect the identity of the employee who made the report in good faith. Such information will be held, to the extent possible, in the strictest confidence, both by the Company and by the employee who made the report in good faith.
- 5.2** It must be appreciated that the investigation process, including any report that may have to be made to the police, may reveal the source of the information, and a statement by the whistleblower may be required as part of the evidence.

6.0 SAFEGUARDS

- 6.1** The Company recognizes that the decision by the employee to report any one or more of the matters set out in paragraph 3 above may be a difficult one to make, including concerns of reprisals by those responsible for such matters.
- 6.2** The Company will not tolerate harassment or victimization of any employee, and ensures that any employee who makes a disclosure in good faith:
- (a) will not be penalized or suffer any adverse treatment for doing so; and
 - (b) will be indemnified and protected to ensure that the employee is not personally disadvantaged by having made the good faith report, including, if necessary, filing an appeal to the Audit Committee.
- 6.3** However, any employee who does not act in good faith and makes an allegation without having reasonable grounds for believing it to be substantially true, or makes it for purposes of personal gain, or maliciously, may be subject to appropriate action by the Company.
- 6.4** Whistleblowing is encouraged by the Company, so long as such disclosures are responsible disclosures made in good faith, and for the benefit of the Company and its shareholders. A whistleblower must understand the seriousness of his actions and be ready to assume responsibility for them.

7.0 COMMITMENT FROM SENIOR MANAGEMENT & BOARD OF DIRECTORS

- 7.1** The Whistleblowing Policy has the total commitment and support of Senior Management and has been endorsed by the Audit Committee and approved by the Board of Directors ("Board").
- 7.2** The Board encourages employees to record genuine concerns in relation to breach of a legal obligation (including negligence, criminal activity, breach of contract and breach of law), miscarriage of justice, danger to health and safety or to the environment and the cover-up of any of these in the workplace.
- 7.3** The Board ensures that legitimate concerns can be objectively investigated and addressed in accordance with Whistleblowing Policy. Individuals should be able to raise concerns about illegal, unethical or questionable practices in confidence and without the risk of reprisal.

8.0 COMMUNICATIONS

- 8.1** This Policy encourages an employee who makes a report in good faith, to put his name to such disclosure. Any disclosure made to the Company anonymously, are much less powerful, but they will be considered at the discretion of the Company.
- 8.2** Concerns are better raised in writing, in the form set out in the **Attachment 1** to the Receiving Officer's office. If it is not convenient to place the concern in writing, an employee may telephone the office of the Receiving Officer at the telephone number set out in paragraph 4 above. The Channel of Communication chart is set out in **Attachment 2**.
- 8.3** The action that may be taken by the Company will depend on the nature of the disclosure made in good faith by the employee. The concern raised, depending on the gravity of the matter, may be:
- (a) investigated internally;
 - (b) referred to the police;
 - (c) referred to the external auditor; and/or
 - (d) form the subject of an independent enquiry.
- Some concerns raised may be resolved by agreed action without the need for investigation.
- 8.4** Within twenty-one (21) working days of a concern being received, the Company will write to the employee reporting the matter in good faith:
- (a) acknowledging that the concern has been received;
 - (b) requesting for further information from the employee; and/or
 - (c) informing the employee whether further investigations will take place, and if not, the reason for not proceeding further.
- 8.5** Subject to legal and confidentiality constraints, the employee who made the report in good faith may receive information about the outcome of any investigation. In the event of such release, the employee shall observe the strictest confidence in relation to such information.

9.0 FREQUENCY OF REVIEW

- 9.1** The adequacy and relevance of this F&N Whistleblowing Policy shall be reviewed on a regular basis by Risk Management Department and may from time to time recommend the proposed changes to the Audit Committee and Board as it deems appropriate. Subsequently, the policy will be submitted to the Audit Committee for endorsement and recommendations to the Board of Directors for approval.



F&N Point
No. 3, Jalan Metro Pudu 1
Fraser Business Park, Off Jalan Yew
55100 Kuala Lumpur, Malaysia
Tel:603-9235 2288 Fax:603-9222 7878

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(Company No.: 004205-V)

PRIVATE & CONFIDENTIAL

WHISTLEBLOWING POLICY

REPORT

Please fill in this form and send to whistleblowing@fn.com.my.

1.	<i>Name:</i> <i>Designation:</i> <i>Business Unit:</i> <i>Contact no.:</i> <i>E-mail:</i>
2.	<i>History of the concern giving name(s), date(s) and place(s) where possible.</i>
3.	<i>Reasons of concern.</i>

Note: Please use additional sheet of paper if space provided in the above is insufficient.

Signature : _____
Name : _____
NRIC : _____
Date : _____

**WHISTLEBLOWING POLICY
CHANNEL OF COMMUNICATION**

WHISTLEBLOWER

Office of Audit Committee Chairman
Tel No: 603-9235 2232
Add: C/O Office of Board Chairman
Fraser & Neave Holdings Bhd
F&N Point
No.3, Jalan Metro Pudu 1
Fraser Business Park
Off Jalan Yew,
55100 Kuala Lumpur
Email: whistleblowing@fn.com.my

Audit Committee

Assigned Senior Member
of Management

Assigned Whistleblowing
Investigation Officer

Investigation & Communication
Process

Report in good faith
Whistleblower makes
report in good faith to the
Receiving Officer:

- (a) In writing; or
- (b) verbally

**Notification by office of the
Receiving Officer:** Office of the
Receiving Officer will review the
complaint. If office of the
Receiving Officer determines that
complaint is made in good faith,
the Receiving Officer will:

- (a) Notify Audit Committee; and
- (b) Delegate the task of
investigation and
constituting an Investigation
Committee, to a senior
member of Management