

Whistle-Blowing Policy

Introduction

An important aspect of accountability and transparency is a mechanism to enable any individual to raise/voice concerns internally in a responsible and effective manner whenever they discover information which they believe may lead to serious malpractices.

SMRT Holdings Berhad is committed to conduct its businesses in an open and fair manner, practice a healthy working environment and aims to become the most respected and trusted company in their industry.

This policy provides a bona-fide platform where an individual can raise a concern about a risk, malpractice or wrongdoing that may affect others such as clients, suppliers, staff, the company or public interest. Individuals are encouraged to raise genuine concerns at the earliest opportunity and in an appropriate way.

An individual can be defined as personnel under the payroll of the company or individual/corporation that have dealings with the company. In essence, it applies to (but not exhaustive to those mentioned below):

- All employees (full-time, part-time, contract);
- Contractors and sub-contractors;
- Business associates;
- Consultants;
- Vendors; and
- Suppliers.

This policy is designed to:

- Support the company's values;
- Ensure employees are protected and can raise concerns without fear of reprisals; and
- Provide a transparent and confidential process for dealing with genuine concerns.

This policy covers possible improprieties in matters relating to but not exhaustive to those mentioned below:

- Financial;
- Fraud;
- Corruption, bribery or blackmail;
- Criminal offences;
- Failure to comply with a legal or regulatory obligation;
- Sexual harassment; and
- Concealment of any of the above or a combination of them.

A staff wanting to raise a concern should in the first instance consider consulting his Line Manager or Service Line Leader. If uncomfortable with raising the matter through the company's normal reporting channels or with the human resource contacts, he may want to seek assistance by using this whistle-blowing policy.

Principles

The principles underpinning the whistle-blowing policy are as follows:

- All concerns raised will be treated fairly and properly;
- The company will not tolerate harassment or victimisation of anyone raising a genuine concern;
- The whistle-blower will be protected from victimisation, harassment or disciplinary action as a result of any disclosure, where the disclosure is made in good faith and is not made maliciously or for personal gain, within the company's premises to the extent where reasonably applicable;
- An individual making a disclosure will retain anonymity unless the individual agrees otherwise;
- The company will ensure that the individual raising a concern is aware of who is handling the matter; and
- The company will ensure no one will be at risk of suffering some form of reprisal as a result of raising a concern even if the individual is mistaken. The company however, does not extend this assurance to someone who maliciously raise a matter he knows is untrue.

Grievance Procedure

If any individual reasonably believes in good faith that malpractice exists in the workplace, the individual should report this immediately to the line manager. However, if for any reason he feels uncomfortable to do so, then he can report the concerns to Audit Committee Chairman.

The individual should email the Audit Committee Chairman at auditcomm@smrt.holdings, being the independent director identified in the company's annual report as the one to whom concerns may be conveyed.

The individual who has raised concerns internally will be informed of who is handling the matter and how he can make contact with them for further assistance whenever required.

The individual's identity will not be disclosed without his prior consent. When concerns cannot be resolved without revealing the identity of the employee raising the concern (i.e. if the evidence is required in a court of law), a dialogue will be held with the employee concerned as to how the matter can be resolved.

Outcome

There will be no adverse consequences for anyone who reports a whistle-blowing concern in good faith. However, any individual found responsible for making allegations maliciously or in bad faith may be subject to disciplinary action. The following actions may be taken after investigations into such a case have been completed:

- Disciplinary action (up to and including dismissal) against the wrong doer dependant on the results of the investigation; or
- Disciplinary action (up to and including dismissal) against the whistle-blower if the claim is found to be malicious or in bad faith; or
- No action to be taken if the allegation proves to be unfounded.

Frequently Asked Question (“FAQ”)

1) What is the difference between whistle-blowing and making a complaint?

In practical terms, whistle-blowing occurs when an employee raises a concern about a danger or illegality that affects others (e.g. clients or their employer). The person blowing the whistle is usually not directly or personally affected by the danger or illegality. Consequently, the whistle-blower rarely has a personal interest in the outcome of any investigation into his concerns. As a result, the whistle-blower should not be expected to prove his case; rather he should be seen as raising the concern so others can address it.

This is different from a complaint. When someone complains, he is implying that he has personally been affected. This could involve a breach of his individual employment rights or bullying and he is seeking redress or justice for himself. The person making the complaint therefore has a vested interest in the outcome of the complaint, and for this reason, is expected to be able to prove his case.

2) Should concerns be raised confidentially or anonymously?

Usually, the best way to raise a concern is to do so openly. Openness makes it easier for the company to assess the issue, work out how to investigate the matter, understand any motive behind it and get more on-the-spot information. An individual raises a concern confidentially if he/she gives his/her name on the condition that it is not revealed without their consent. An individual raises a concern anonymously if he does not disclose his name at all. Clearly, if the company does not know who provided the information, it will be difficult to protect the whistle-blower.

3) What information should a whistle-blower provide?

Supporting evidence for the allegation is clearly helpful. However, the evidence presented may not meet the standards required under the Evidence Act 1950 but some form of evidence would assist to kick-start and direct the investigation. The individual should contact the designated personnel about his concern at the earliest opportunity rather than wait to collate any evidence.