



(Company No. 217120- W)

(Incorporated in Malaysia under the Companies Act, 2016)

WHISTLEBLOWING POLICY

(Reviewed and Approved by the Board in October 2019)

INTRODUCTION

In line with the Malaysian Code on Corporate Governance (“MCCG”) Practice 3.2, the Board of Directors (the “BOD”) of **Evergreen Fibreboard Berhad** (“the Group”) is committed in promoting good business conduct whilst maintaining a healthy corporate culture that engenders integrity, transparency and fairness in all its dealings. Together with Management, BOD shall establish, review and implement policies and procedures on Whistleblowing in order to meet the intended outcome in line with Practice 3.0 of the MCCG.

OVERSIGHT OF POLICY

The BODs are overall responsible for this Policy and shall ensure the implementation of it by Management including reviewing it for the required changes from time to time.

OBJECTIVE

This Whistleblowing Policy is a channel or avenue established to provide employees and stakeholders of the Group to lodge a complaint or expose on any Improper conduct or activities carried out by Employee(s) or Director(s) with the purpose of fostering an environment of ethical behaviour, transparency and integrity.

Employees are hereby encouraged to raise genuine concerns about possible improprieties in matters of financial reporting, compliance and other malpractices at the earliest opportunity, and in an appropriate way.

This Policy is designed to:

- (a) promote and maintain high transparency and accountability in the workplace;
- (b) promote good corporate governance practices in the workplace;
- (c) ensure that employees can raise concerns without fear of reprisals and safeguard such person’s confidentiality;
- (d) protect the whistle blower from reprisal as consequence of making a disclosure;
- (e) provide a transparent and confidential process for dealing with concerns;
- (f) protect the long-term reputation of the company / group;
- (g) support the company /group’s values; and
- (h) maintain a healthy working culture and an efficient company.

This policy does not only cover improprieties in matters of financial reporting, but also:

- negligence in carrying out work obligations;
- fraud;
- corruption, bribery or blackmail;
- criminal offences;
- failure to comply with a legal or regulatory obligation;
- miscarriage of justice;
- endangerment of an individual’s health and safety; and
- concealment of any, or a combination, of the above.

SCOPE OF COVERAGE

This Policy covers all reports made against any level of Employee or Director in the Group that has committed an Improper Conduct.

DEFINITION OF WHISTLEBLOWING

Whistleblowing is defined as a deliberate, voluntary disclosure or reporting of an individual or an organisational of a malpractice by a person or a group of people who has or had privileged access to certain authority or people in authority, data, events or information about an actual, suspected or anticipated Improper Conduct / Behaviour within the organisation or by an organisation that is within its ability to control.

The “Policy on Whistle Blowing” has been designed to:

- (a) Support the company’s values;
- (b) Ensure employees can raise concerns without fear of reprisals and safeguard such person’s confidentiality;
- (c) Protect a whistle-blower from reprisal as a consequence of making a report / disclosure; and
- (d) Provide a transparent and confidential process for dealing with concerns.

DEFINITION OF IMPROPER CONDUCT / BEHAVIOUR

Improper Conduct / Behaviour is described as an action by an Employee / Director which if proved constitutes a criminal offence or a misconduct that constitutes a wrongdoing or malpractice in any of the following doings or attempt to do:

- (a) corruption, bribery and fraud;
- (b) negligence in carrying out work obligations;
- (c) criminal offence or any breach of the laws of the Country (Any criminal act, of sabotage including criminal breach of trust, extortion, fraud, misstatement of claims, under or deliberately over stating / declaring of production output, production ratios, inventories and any sabotage);
- (d) acceptance of gifts / favour beyond the threshold allowed by the company;
- (e) misuse and / or misappropriation of the company’s funds or assets;
- (f) impropriety within the company (Act that is likely to cause significant financial loss or operational costs to the Company including any intentional misrepresentation of the Company’s costing or financial statements);
- (g) gross mismanagement within the company (including serious potential breach to the interest of society and environment, breach of any law, regulation or rule that is applicable to the Company/Group. i.e. a breach of environment, safety, labour, immigration laws);
- (h) breach of the Code of Ethics of the company,
- (i) act or omission which jeopardises the health and safety of the company’s employees or the public;
- (j) abuse of power, miscarriage of justice, threatening, sexual harassment or demanding sexual favours;
- (k) any other action that would cause significant harm to the Company or to any person(s); and
- (l) deliberate concealment of information concerning any of the matters listed above.

CONFIDENTIAL INFORMATION

- (a) The identity and personal information of the whistle blower will be protected and kept confidential, unless the whistle blower agrees otherwise or unless otherwise required by law.
- (b) The Whistle blower will be protected from reprisal, including any form of harassment and victimisation, as a consequence of his/her disclosure.
- (c) The Whistle blower can be protected under the Whistle blower Protection Act 2010 he or she makes a disclosure in good faith to the enforcement agency.
- (d) Any person having knowledge of a report of an Improper Conduct shall make all reasonable efforts to maintain the confidentiality of the Confidential Information, in particular the identity of the Whistle blower.
- (e) However, there may be circumstances, during the course of investigation where it will be necessary to disclose the identity of the Whistle-blower. If such circumstances exist, Independent Party conducting the investigations shall endeavour to inform the Whistle-blower that his/her identity is likely to be disclosed and to obtain his/her consent for the said disclosure.
- (f) In order not to jeopardise any investigation, the Whistle-blower shall make all reasonable efforts to maintain the confidentiality of the Confidential Information, in particular, the fact that a report has been filed, the nature of the Improper Conduct and the identity of the person(s) who have allegedly committed the Improper Conduct.
- (g) Any person who obtains any Confidential Information in the course of any investigation of an allegation of Employee / Director's Improper Conduct shall not disclose any Confidential Information or any part thereof.

WHEN TO REPORT OR RAISE AN ISSUE

Every employee /director /stakeholder has the duty to report their concerns immediately to their Immediate Superior or the Company.

However, if for any reason you (they) are reluctant to do so, then you (they) should report their concerns through the whistleblowing options made available in this policy.

(a) The Company values the help of employees / customers / stakeholder who identifies potential issues that needs to be brought to their attention.

(b) When you are aware and believe reasonably and in good faith of:

i) a form of Fraud; Corruption, bribery, blackmail; criminal doings; failure to comply with a legal or regulatory obligation; or

ii) abuse of power, miscarriage of justice; endangerment of an individual's health and safety or concealment of any of the above exist in the work place.

REQUIREMENT OF GOOD FAITH

(a) Any person making an allegation / report of an Employee / Director's Improper Conduct must have reasonable and probable grounds before reporting such Improper Conduct and must undertake such reporting in good faith, for the best interest of the Company / Group and not for personal gain or politics reasons.

(b) The element of good faith shall be deemed to be lacking when:

- (i) the person does not have personal knowledge or a factual basis for the report of reported person's Improper Conduct; or*
- (ii) where the person knew or reasonably should have known that the report or any of its contents are false; or*
- (iii) where the report is seen frivolous or vexatious; or*
- (iv) there are any other circumstances that indicate that the report has been made with malicious intent, ulterior motive or for personal gain.*

(c) Any Employee / Director that has not acted in good faith shall not be entitled to any protection under this Policy.

(d) Additionally, an Employee/ Director making allegations or reports that prove to have been made without good faith will be subject to disciplinary action (which may include termination of employment / contract).

CONSEQUENCES OF WRONGDOING OR WRONGFUL DISCLOSURE

If an Employee ("the whistle blower") has, or is found to have:

- a) committed a wrongdoing;
- b) taken serious risks which would likely cause a wrongdoing to be committed;
- c) made a disclosure not in accordance with the requirements of this policy (for example, dishonest, mischievous or malicious complaints); or/and
- d) participated or assisted in any process pursuant to this policy otherwise than in good faith.

The corrective actions to be taken against the Whistle blower will be determined by the Senior Management and / or the Management, if so, delegated by the Senior Management and action may include, disciplinary measures, formal warning or reprimand, demotion, suspension or termination of employment or services or monetary or other forms of punishment.

REPORTING METHOD

If any Employee / Director believes reasonably and in good faith that malpractices exist in the workplace, the employee should report this immediately to his /her direct superior. However, if for any reason the employee is reluctant to do so, then the employee should report the concerns to the person stated in the channel of reporting in this policy.

Employees concerned about speaking to another member of staff or who wants to seek advice on how to raise a concern, can speak in confidence, to an independent third party by calling the whistle-blowing hotline for the Company Secretary at 60-7-2226536 / 2227536 (Ms. Julie Leong) or write to her email at Julie.Leong@boardroomlimited.com .

The independent party will provide the employee with counselling advice. These concerns will be reported to the Audit Committee / Board without revealing the identity of the whistle blower.

If these channels have been followed and if employees still have unresolved concerns or if employees feel the matter is grave in nature that it cannot be discussed with any of the appointed persons above, they should contact the Senior Independent Director Ms Nirmala Doraisamy to her email @ wbnimnd@gmail.com , being the director identified as the one to whom concerns may be conveyed.

Employees who have raised concerns internally will be informed of who is handling the matter, how they can make contact with them and if there is any further assistance required. Employees' identities will not be disclosed without prior consent. Where concerns cannot be resolved without revealing the identity of the employee raising the concern (i.e. if the evidence is required in court), a dialogue shall be carried out by the Legal Advisor with the employee concerned as to whether and how the matter can progress further.

HOW TO LODGE A REPORT ON EMPLOYEE / DIRECTOR'S IMPROPER CONDUCT

Reporting by an Employees / Director

- (a) An Employee / Director having knowledge of an Improper Conduct is encourage to make a Confidential report of the said Improper Conduct in writing. However, the report must provide full details of the Person's Improper Conduct and, where possible, supporting evidence.
- (b) The report can be made directly to the Chairman of the Board. However, if the Chairman of the Board is implicated, such report shall be made directly to the Senior Independent Director (SID).
- (c) Alternatively, report can be made through the Company's "Whistleblowing" options stated below.

CHANNELS FOR REPORTING

Option 1

Report (Verbally or Written) directly to the Executive Directors or call any of these numbers directly if he / she prefers to be anonymous.

1. **Mobile No: 65-96745419- (Mr. Kuo Jen Chang)**
2. **Mobile No: 6012-7978701- (Mr. Kuo Jen Chiu)**
3. **Mobile No: 6012-7178918 (Mdm. Mary Lim)**

Or

Option 2

If he / she still fails to get any response, he / she can directly raise concerns to the Company Secretary by contacting 60-7-2226536 (**Ms. Julie Leong**) or write to her email at Julie.Leong@boardroomlimited.com .

Or

Option 3

Employees / Directors who may have concern about speaking to another person / member is encouraged to use the “**Online Whistleblowing Channel**” to raise his / her concerns. This channel of Whistleblowing on concerns has been made available on the group’s website at www.evergreengroup.com.my . All reports receive through this channel shall be forwarded to the Chairman of the Board immediately for his attention and action.

Or

Option 4

If these channels have been followed and employees still have unresolved concerns or if Employee / Director feel the matter is grave in nature that it cannot be discussed with any of the appointed persons above, he/she should contact the Senior Independent Director (SID) (Ms Nirmala Doraisamy) or write to her email @ wbnimnd@gmail.com being the director identified to whom concerns may be conveyed.

- (a) The BOD takes all complaint / reports of possible Improper Conduct seriously and will investigate the matter confidentially, make a determination whether the law has been violated, and take appropriate action needed.
- (b) Should you become involved in an investigation, cooperate fully and answer all questions completely and honestly.
- (c) Any Employee / Director who has participated in an Improper Conduct may be subject to disciplinary action. However, in certain circumstances, the Board may, in its discretion, on a case by case basis decide to grant amnesty to the Employee or consider leniency for the Employee.

- (d) However, the Company has no power to provide any immunity from criminal prosecution. The Company also does not have any power to grant any protection from Detrimental Action to a whistle-blower who is not an Employee.

REPORTS BY EXTERNAL PARTIES WHO ARE NOT EMPLOYEES

Any report received from any external party about any Employee / Director's Improper Conduct shall and must be immediately forwarded to the Chairman of the Board (or the SID, where applicable).

ANONYMOUS REPORTS

The BOD shall not be expected to address any anonymous allegations, however the Board may, consider investigating an anonymous allegation after having considered the following:

- (a) the seriousness of the matter reported;
- (b) the credibility of the matter reported; and
- (c) the likelihood of confirming the reported matter from credible sources.

REPORTS OF EMPLOYEE / DIRECTOR'S IMPROPER CONDUCT

- (a) After receiving a report of Employee / Director's Improper Conduct, the Chairman of the Board (or the SID, where applicable) shall form an opinion on whether he believes the case is a frivolous claim or is a case where there are suspicious circumstances.
- (b) If necessary, the Chairman of the Board (or the SID, where applicable) may seek independent legal advice or any other professional advice regarding the report made.

FULL INVESTIGATION

- (a) The Chairman of the Board (or the SID, where applicable) shall in his discretion decide whether the case shall be closed or to proceed to a full investigation of the allegations or to refer the matter to the relevant authorities or determine any other course of action that he deems fit having regard to the circumstances of the matter reported and the fairness of the conduct of any investigation.
- (b) In the event a full investigation is to be carried out, the Independent Party appointed to carry out investigations will inform the Whistle-blower and the Whistle-blower shall give his/her full cooperation during the conduct of the investigation.
- (c) The procedures of the investigation shall adopt the Human Resource processes to avoid any conflicts of interest and to ensure procedural fairness to the particular employee / director involved.
- (d) All information, documents, records and reports relating to the investigation of an Employee / Director's Improper Conduct shall be kept securely to ensure its confidentiality.
- (e) Outcome of investigation shall be made known to the Internal and External Auditors for their knowledge by the Chairman of Audit Committee /Board.

- (f) The Chairman of the Board or the Senior Independent Director shall decide if the case is serious that requires reporting to Bursa Malaysia or Securities Commission for their action.

FINDINGS OF INVESTIGATION AND DECISION

- (a) Upon the conclusion of an investigation, the Board shall review the investigation report and determine whether the allegation could be substantiated or not.

CORRECTIVE ACTION

If there is any corrective action to be taken, the Board shall take the necessary action.

Consequences of Wrongdoing or Wrongful Disclosure

- (a) If the Person (i.e. the whistle-blower) 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.
- (b) The corrective actions to be taken against that Person will be determined by the BOD and the Disciplinary Committee and disciplinary measures can range from a formal warning or reprimand, demotion, suspension or termination of employment or services or monetary or other forms of punishment which is deemed fit to the extent of damages or grievances caused to an individual or damages to the Company / group.

PROTECTION AGAINST DETRIMENTAL ACTION

- (a) Any Employee/ Director who makes a report of an Improper Conduct in good faith shall not be subject to unfair dismissal, victimisation, demotion, suspension, intimidation or harassment, discrimination, any action causing injury, loss or damage or any other retaliatory actions ("Detrimental Action") by the Company.
- (b) Any report of an Improper Conduct made in good faith by an Employee /Director, even if it is not subsequently confirmed by an investigation shall be eligible for this protection under this Policy.
- (c) Any person that makes a report of an Improper Conduct in good faith and who has been subject to Detrimental Action by the Company may lodge a complaint pursuant to this Whistleblowing Policy.
- (d) An Employee / Director who takes any Detrimental Action against any Employee/Director who has made a report of an Improper Conduct in good faith shall be subject to disciplinary action; which may include termination of employment/contract.

PROTECTION UNDER THE ACT

- (a) The Whistle-blower Protection Act 2010 (“the Act”) came into force on 15 December 2010 and the Act protects person(s) making disclosures of improper conduct in the public and private sector from civil and criminal actions. Additionally, the Act calls for proper investigation to be carried out.
- (b) Hence, If an Employee / Director wishes to make a disclosure or report of improper conduct by any Employee / Director pursuant to the Act, then the reporting person (Whistle-blower) shall make the said disclosure of improper conduct to an Enforcement Agency. Any investigations and/or actions taken thereafter would be in accordance with the Act and are independent of the procedures described in this Policy.
- (c) The identity and personal information of the whistle-blower shall at all times be protected and kept confidential, unless the whistle-blower agrees otherwise or unless otherwise required by law. The whistle-blower will also be protected from reprisal, including any form of harassment and victimization, as a consequence of his disclosure.
- (d) If a whistle-blower reasonably believes that he is being subjected to reprisal, including harassment and victimization, as a consequence of whistle-blowing, he may consult or report / call directly to the Senior Independent Director, Ms Nirmala Doraisamy to her email @ wbnimnd@gmail.com .

WHEN PROTECTION MAY NOT BE AVAILABLE

- (a) The Employee / Director may not avail him / herself to the protection against Detrimental Action mentioned above in the following circumstances:
 - 1) If the report of Director’s Improper Conduct is not made in good faith; or
 - 2) If the Employee him/herself has participated in the Director’s Improper Conduct reported; or
 - 3) The report of Director’s Improper Conduct is made solely or substantially with the motive of avoiding dismissal or other disciplinary action; or
 - 4) The Employee breaches his/her obligations of confidentiality under this Policy.

This policy has been adopted by the Board of Directors on 01 June 2013, reviewed on 16 November 2018 and subsequently been reviewed in October 2019.
