

Federal International Holdings Berhad

Whistleblowing Policy and Procedures

INTRODUCTION

This Whistleblowing Policy (“the WPP”) is established by Federal International Holdings Berhad and its subsidiaries (hereinafter “FIHB Group”) to encourage their directors, employees, related external parties and the general public to report, in good faith, any wrongdoing, misconduct, illegal acts or unethical business conduct relating to the FIHB Group.

All whistleblowing reports made (“Disclosure”) via this Policy shall be handled promptly, thoroughly, and confidentially in accordance with applicable laws and regulations. Any person who makes a Disclosure in good faith (“Whistleblower”) shall be protected from reprisal by FIHB Group or its personnel. Both the Whistleblower and the alleged wrongdoer shall be treated fairly and be given an opportunity to be heard.

WHAT CAN BE REPORTED?

Any suspected, attempted or actual wrongdoing, misconduct, illegal act or unethical business conduct (hereinafter known as “Wrongdoing”), including but not limited to fraud, embezzlement, bribery and corruption, malpractice, falsification of contracts/ reports/ records, financial irregularities, dishonesty, criminal activities, personal misconduct, conflict of interest, violations of law and regulations, serious breach of FIHB Group’s internal policies/ procedures/ applicable codes (eg code of ethics).

Any person who knowingly directs or advises a person to commit any Wrongdoing may also be reported.

The WPP does not cover complaints or grievances relating to employment or other business with FIHB Group, which shall be dealt with in accordance with other existing procedures, unless they involve Wrongdoings as defined in the WPP.

The WPP excludes grievances, complaints or concerns about the following:

- FIHB Group’s products or services;
- matters which are trivial, frivolous, malicious or vexatious in nature or motivated by personal agenda or ill-will; and
- matters pending or determined through any tribunal, authority or court, arbitration, or other similar proceedings.

WHEN TO DISCLOSE?

A Whistleblower should disclose any information or document on a Wrongdoing that s/he, reasonably and in good faith believes is likely to happen, is being committed, or has been committed.

The Whistleblower must demonstrate that s/he has reasonable grounds for the concerns, however it is not necessary to prove the Wrongdoings beyond a reasonable doubt at the stage of Disclosure.

Any serious risk that a Wrongdoing is going to take place must be raised at that early stage.

Disclosure should be made as early as practicable. Delaying the Disclosure may impede effective investigation.

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REPORTING PROCEDURES

The Whistleblowing Procedure is as follows:

1. Discuss the Wrongdoing with his/her Manager or Managing Director (*employees only*);
2. Direct the Wrongdoing to the Internal Audit Manager who will review the Wrongdoing with the Managing Director (*employees only*);
3. Complete the Disclosure Form (Appendix A) and report to the Managing Director as follows:

Name	: Dato' Choy Wai Hin
Email	: whchoy@ffhb.com.my
Phone	: 03-7955 9937
Address	: Marked as Strictly Confidential
	Level P1, Menara Choy Fook On, No. 1B, Jalan Yong Shook Lin, 46050 Petaling Jaya, Malaysia

4. If making a Disclosure to the Managing Director is a concern or if the alleged Wrongdoing involves the Managing Director or any other Directors, **Procedure (3)** above shall not be applicable and the Disclosure shall be made directly to the Audit Committee Chairman, as follows:

Name	: En. Mohd. Arif Bin Mastol
Email	: marifmastol@yahoo.com.my
Phone	: 6017 3446800
Address	: Marked as Strictly Confidential
	Level P1, Menara Choy Fook On, No. 1B, Jalan Yong Shook Lin, 46050 Petaling Jaya, Malaysia

5. The Whistleblower may be asked to provide further clarifications and information from time to time.

ANONYMOUS DISCLOSURES

Where a Whistleblower does not want to be named in the whistleblower report, FIHB Group's ability to investigate and act quickly on the alleged Wrongdoing may be limited to the contents of the whistleblowing report. Whistleblowers are hence encouraged to provide their identities to facilitate the investigation process.

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INVESTIGATION AND OPPORTUNITY TO BE HEARD

The Whistleblower and the alleged wrongdoer are expected to give their full cooperation in any investigation or any other process carried out pursuant to the WPP.

Any investigation and related proceedings pursuant to this Policy shall be undertaken by independent and objective personnel (hereinafter the "Prescribed Person"), who shall determine a suitable person or team to perform the investigation, including the Internal Audit Manager, specific Management personnel or Director, or external investigators/ consultants.

The alleged wrongdoer may be asked to attend a meeting, which s/he must take reasonable steps to attend, to discuss and reply to all the allegations at the meeting. The meeting must be fully recorded, with minutes taken down. The meeting may be adjourned for FIHB Group to obtain any advice before proceeding with further investigations.

In the event the Whistleblower is discovered to be or to have been involved in any Wrongdoing, s/he may also be investigated according to the procedure stated above. An investigation is not and shall not be treated as a reprisal against the Whistleblower.

The Whistleblower, and if applicable, the alleged wrongdoer will be notified in writing on the decision following the investigations, and reasons surrounding the decision, as soon as reasonably practicable.

HANDLING/DISCUSSION OF AN INVESTIGATION

While an investigation is being carried out, no information concerning the status of an investigation shall be given out. The proper response to any inquiry is: "I am not at liberty to discuss this matter".

Under no circumstances should any reference be made to "the crime", "the fraud", "the forgery", "the misappropriation", or any other specific reference.

The Whistleblower should NOT:

- contact the suspected individual to determine facts or demand restitution; and
- discuss the case, facts, suspicions, or allegations with anyone unless specifically asked to do so by any Prescribed Person

PROTECTION UNDER THIS POLICY

Any Whistleblower who makes a Disclosure in good faith, based on reasonable grounds and in accordance with the procedure set out in the WPP:

- shall be protected from reprisal within FIHB Group; and
- if requested, shall have his/her identity protected, unless otherwise required by law or for purposes of any proceedings by or against FIHB Group.

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.

The identities and personal information of the Whistleblower and the alleged wrongdoer may only be revealed to persons involved in investigations on a "need-to-know" basis.

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Any party handling the Disclosures shall retain relevant documentations for a period of not less than seven (7) years.

If the Whistleblower, in good faith, reasonably believes s/he is being subject to harassment, victimisation, or reprisal as a direct consequence of having made a Disclosure under the WPP, the Whistleblower may consult the Prescribed Person(s) or the Audit Committee Chairman, in confidence. The complaint shall be subject to the same policies and procedures as a whistleblowing Disclosure.

CONSEQUENCES OF WRONGDOING OR WRONGFUL DISCLOSURE

If the Whistleblower 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 the WPP (for instance, dishonest, mischievous or malicious complaints); or
 - participated or assisted in any process pursuant to the WPP otherwise than in good faith,
- the corrective actions to be taken against that Whistleblower will be determined by the Prescribed Person or, if so delegated by the Prescribed Person, 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.

REVIEW OF THIS POLICY

This Policy shall be reviewed and amended from time to time, as and when necessary, and at least once in three (3) years, to ensure its relevance and effectiveness in keeping with FIHB Group's changing business environment or administrative or operational needs.

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Appendix A: Whistleblowing Disclosure Form

1. Details of Whistleblower

1.1 Name

1.2 Preferred contact number

1.3 Preferred e-mail address

1.4 Best time to communicate with you

1.5 Best way to communicate with you

Phone

E-mail

Physical

OR

1.6 I prefer to report anonymously

Yes

2. Details of Disclosure

2.1 Do you have a serious suspicion or are you sure?

Serious suspicion

I am sure

|

2.2 To provide details of the Wrongdoing

2.3 When did it occur?

2.4 Where did it occur?

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2.5 Who are, in your opinion, the persons involved?

2.6 Do you think it will likely happen again?

No Yes, when: |

2.7 Besides yourself, are there any witnesses to this Wrongdoing?

No Yes: |

2.8 How did you become aware of this situation?

2.9 Do you have any evidence, which can be handed over?

No Yes |

3. Whistleblower declaration

I declare that this Whistleblowing is done in good faith and that the information provided is to the best of my knowledge and belief true and accurate. I have also read the Whistleblowing Policy and Procedures and agree to be bound thereto.

Signature

Name

Date

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