

Whistleblowing Policy

FDT-POL-002-1

20 November 2020

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Revision History Log

Ver. No	Section	Section Name	Page	Details of Amendments	Effective Date	e-Circular No.
1	All	All	All	Document published	20 Nov 2020	FDT/CIR/002

Glossary

Term	Description
“act in good faith”	Means acting under honest belief without malicious intentions and in the best interest of the Foundation
“BOT”	Refers to OSK Foundation’s Board of Trustees
“improper conduct”	Refers to any conduct which if proven, constitutes a disciplinary offence or a criminal offence
“Management”	Comprises of the Chief Executive Officer of OSK Foundation and individuals as approved by OSK Foundation’s Board of Trustees
“OSK Group”	Refers to OSK Holdings Berhad and its subsidiaries, collectively
“the Foundation”	Refers to OSK Foundation
“WB Policy”	Refers to this Whistleblowing Policy
“WB Coordinator”	Refers to personnel who are appointed by the Foundation’s Board of Trustees to undertake the role of coordinating all whistleblowing related activities
“whistleblowing”	Refers to an act where any employee of the Foundation or member of the public raises concern(s) about any improper conduct occurring within the Foundation
“whistleblower”	Refers to any employee of the Foundation or member of the public who raises concern(s) about any improper conduct occurring within the Foundation
“whistleblowing event”	Refers to a case arising from whistleblowing

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A. OVERVIEW

- 1. Introduction**
- OSK Foundation is committed to achieving and maintaining a high standard of integrity, accountability and ethical behaviour in its conduct of its charitable activities and operations.
 - In line with the above, OSK Foundation has established this Whistleblowing Policy (herein referred to as “WB Policy”) to provide an avenue for all employees of OSK Foundation or members of the public to raise concerns about any suspected and / or known improper conduct that they may observe, occurring within OSK Foundation.
- 2. Objectives**
- WB Policy is designed to:
 - Support OSK Foundation's values; and
 - Ensure that employees or members of the public can raise concerns of improper conduct without fear of reprisals, unfair treatment or practices.
- 3. Coverage**
- Any employee of OSK Foundation or member of the public who raised his / her concerns on any suspected and / or known improper conduct is referred to as “whistleblower”.
 - Improper conduct includes, but is not limited to the following:
 - fraud;
 - corruption, bribery or blackmail;
 - theft, embezzlement and unauthorised use of the Foundation's assets;
 - act of conflict of interest with suppliers, vendors, contractors, consultants or any other third parties dealing with the Group;
 - gross mismanagement;
 - abuse of power by any Trustee or employee;
 - unauthorised disclosure or distribution of confidential information of the Foundation;
 - improprieties in matters of financial reporting;
 - providing deceptive, misleading or false information on any Foundation-related transactions, including suppression of material information;
 - acts or omissions which are deemed to be against the interest of the Foundation, laws, rules and regulations;
 - failure to comply with legal or regulatory obligation;
 - endangering or threats to endanger a fellow employee's health and safety, which has been reported to management but not acted upon; and
 - harassment, bullying, acts of indecency, sexual harassment or other unacceptable behaviours with or towards another employee, beneficiary(ies) or person with whom the employee has dealings; and deliberate concealment of any of the above matter or other acts or wrongdoing.

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- 4. Reference**
- WB Policy should be read in conjunction with the following:
 - Whistleblower Protection Act 2010;
 - OSK Foundation’s Anti-Bribery and Anti-Corruption Handbook
 - OSK Foundation’s Operations Manual
- 5. Intended Audience**
- This WB Policy shall be read, acknowledged and adhered to by the following:
 - All employees of OSK Foundation, including permanent, temporary/ voluntary, contract and part-time employees, as well as interns; and
 - Employees of OSK Group who are engaged or represent OSK Foundation in charitable activities (collectively referred to as “employees”)
- 6. Review and Notice**
- WB Policy does not replace any other existing corporate complaints’ policy and / or procedures.
 - In the interests of maintaining best practice, the contents of this WB Policy will be reviewed every three (3) years, or earlier, if necessary.
 - This WB Policy will be circulated to all existing and new BOT and employees of the Foundation through Human Resources department.

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B. POLICIES

B1. Whistleblowing

1. Guiding Principles

- The principles underpinning WB Policy are as follows:
 - All concerns raised via the predefined channels will be treated fairly and properly;
 - Harassment or victimisation of any employee or member of the public who has raised a genuine concern will not be tolerated;
 - Whistleblower making a disclosure will retain anonymity unless he or she agrees otherwise or to such extent permitted under the applicable law;
 - All whistleblowers who have acted in good faith will be conferred with the following protection:
 - Protection of confidential information; and
 - Protection against any detrimental action.
 - OSK Foundation will ensure that any employee or member of the public raising a concern is aware of the procedures involved in handling the matter.

- WB Policy is not set up to deal with staff grievances, for which separate procedures exist.

2. Reporting Channels

- Whistleblowers can lodge a suspected and / or known improper conduct by submitting the following information through the prescribed reporting channels:
 - Name of whistleblower
 - Contact number of whistleblower
 - Details of person(s) involved
 - Nature of concern(s)
 - When and where the incident took place and provide evidence, if possible

- The prescribed reporting channels are as follows:
 - Email to Whistleblowing Coordinator via the dedicated email, whistleblowing@oskfoundation.com; or
 - contact the Whistleblowing Coordinator directly through the dedicated hotline number at 03-21610662;
 - Email to Board of Trustees (“BOT”) via the dedicated email, bot@oskfoundation.com; or
 - Post to Whistleblowing Coordinator at the following address:

Attn: Whistleblowing Coordinator
 OSK Foundation,
 Level 11, Plaza OSK, Jalan Ampang,
 50450 Kuala Lumpur, Malaysia.

- Information on reporting channels are made available on OSK Foundation’s website for ease of reference.

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- Any changes to the existing reporting channels can be approved by the Management. The approved changes shall be tabled at BOT.
- In event that the whistleblowing event relates to the Management, the whistleblower may opt to direct his / her concern to the BOT.

3. Protection Afforded

- Where the whistleblower is an employee, the employee would be protected from unfair treatment or practices including but is not limited to:
 - retaliation or harassment;
 - victimisation, threat or intimidation of termination / suspension of service;
 - disciplinary action;
 - transfer;
 - demotion;
 - withholding of promotion or bonus; and
 - any direct or indirect use of authority to obstruct the employee's right to continue to perform his / her duties / functions, including making further disclosures.
- If an employee raised a concern on improper conduct in good faith, but the concern is not able to be confirmed following an investigation, no action will be taken against the employee.
- Any other employee assisting in the investigations shall also be accorded the same protection as the whistleblower.
- In instances where the whistleblower is a member of the public, any concern raised in good faith but is not able to be confirmed following an investigation, no action will be taken against the whistleblower.
- However, any employee or member of the public who has not acted in good faith shall not be entitled to any protection under this Policy, and may be subject to appropriate action, including but not limited to disciplinary action or legal action.
- The whistleblower is deemed not to be acting in good faith, if the WB Coordinator is of the opinion, based on investigation or in the course of investigation that:
 - the whistleblower has participated in the improper conduct raised;
 - the whistleblower wilfully raised the concern on the improper conduct which he / she knew or reasonably should have known that is false;
 - where the whistleblower raised a concern on improper conduct frivolously, maliciously, for personal gain or self-interest; or
 - the report of improper conduct is made solely or substantially with the motive of avoiding dismissal or other disciplinary action.

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- 4. Confidentiality**
- All reported concerns will be treated in confidence and are to be kept protected against any unauthorised use and access. However, confidentiality will be maintained to the extent possible within the limitations of law and the legitimate needs of the investigation.
 - In instances where the OSK Foundation is compelled to disclose the whistleblower's identity in accordance with the relevant laws, Court Order or written directive issued by a regulatory body (whether local or foreign), OSK Foundation may disclose the information to the extent required by the relevant laws, Court Order or regulatory body.
- 5. Anonymous Whistleblower**
- Any employee or member of the public who wishes to raise concern on improper conduct is required to disclose his / her identity (which will be kept confidential) to OSK Foundation in order for the Foundation to accord the necessary protection to him / her.
 - In the event of anonymous whistleblowing, OSK Foundation reserves the right to decide whether or not to investigate the reported concern. Nevertheless, OSK Foundation does not encourage any anonymous whistleblowing.
- 6. Safekeeping of Records**
- All concerns received in writing together with the relevant investigation documents must be retained by the Foundation for a minimum period of 7 years.
 - All reports, its supporting evidence, findings of investigations and monitoring of corrective actions shall be maintained and monitored by WB Coordinator.
 - Disclosure of any of the investigation documents / information to individuals who are not involved in the investigation will be viewed as a serious disciplinary offence which may result in disciplinary action, including termination of employment or dismissal.
- 7. Rewards**
- OSK Foundation may consider offering a reward to a whistleblower who may be a member of the public or an employee, at the Management's sole and absolute discretion.
 - In this regard, the decision of whether to offer a reward, and the quantum of the reward shall be determined based on the significance of the case and its impact on OSK Foundation, the amount of information provided by the whistleblower and the level of assistance and co-operation offered by the whistleblower.

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8. Duties and Functions of BOT in Relation to Whistleblowing

- BOT shall provide oversight function over the administration of this WB Policy.
- In relation to whistleblowing, BOT is given the authority to:
 - Ensure that appropriate infrastructure, resources and systems are in place for effective implementation of the whistleblowing practices;
 - Recommend appropriate guidelines on the conduct of investigation and inquiry into the whistleblowing event received;
 - Ensure that the confidentiality of information received in relation to the whistleblowing event and confidentiality of the whistleblower's identity is maintained to the fullest extent possible;
 - Establish procedures for reporting and handling whistleblowing events, including but is not limited to:
 - Appointment of WB Coordinator to handle whistleblowing events received and to maintain a record of whistleblowing events;
 - Appointment of external adviser(s) to assist with the conduct and investigation of whistleblowing event received, where necessary;
 - Establish a mechanism to verify that the whistleblowing events received relate to matters covered under WB Policy;
 - Appointment of the Head of Investigation Team involved in the conduct of investigation on whistleblowing event;
 - Obtain the progress, findings and recommendation that require the BOT's attention and approval from WB Coordinator;
 - Oversee appropriate corrective actions to be taken based on the outcome of investigation; and
 - Ensure prohibition of retaliation by the Foundation to discharge, demote, suspend, threaten, harass or in any manner discriminate against any whistleblower who is an employee for the whistleblowing made in good faith.

End