



**ATRIUM REIT MANAGERS SDN BHD**  
**(“The Manager”)**  
**Whistleblowing Policy**

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## Introduction

This Whistleblowing Policy was established to facilitate the development of controls, which will aid in prevention and detection of fraud against the Manager. This Policy, therefore facilitates the Board to receive any concerns arising from possible fraud, theft or corruption, misconduct, bad practices, including behaviour that is not in line with the Manager's values.

It is the intent of the Board to promote consistent organisational behaviour by providing guidelines and assigning responsibilities for the development of controls and conduct of investigations. This Policy is also to promote awareness of any potential fraud that may be committed by employees and its business associates, the prevention and detection strategies, and the consequences of the conduct. The Policy sets forth the conditions and procedures for investigations of allegations of corruption, fraud and misconduct. It is issued consistent with the Manager's adoption of Code of Conduct and Ethics.

## Objective

The Board is committed to maintain the highest possible standards of ethical, moral and legal conduct within the Manager. In line with this commitment and in order to enhance good governance and transparency, the main objectives of the Policy are:

- To promote awareness of potential fraud that may be committed by employees and its business associates;
- To instil internal controls to prevent fraud committed by employees and business associates;
- To provide avenues for employees to raise concerns and define a way to handle these concerns.
- To enable Management to be informed at an early stage about acts of misconduct.
- To reassure employees that they will be protected from punishment or unfair treatment for disclosing concerns in good faith in accordance with this procedure.
- To help develop a culture of openness, accountability and integrity. The Manager assures that all reports will be treated strictly confidentially and promptly investigated and that reports can be made anonymously, if desired. Employees and others are encouraged to use the procedures provided by this Policy to report any allegations of suspected misconduct or improper activities.

## Coverage and Scope

In line with the Code of Conduct and Ethics, all employees are required to disclose acts of fraud, corruption or any misconduct and concern relating to the work of the Manager that come to their attention. Similarly, in line with the Manager's good corporate governance practices, the Manager expects its business associates and stakeholders to disclose any concern which involve the Manager's employees.

The types of concern shall include the following:

- Unlawful acts;
- Failure to comply with statutory obligations;
- Fraud, which means any act or omission, including a misrepresentation, which misleads, or attempts to mislead, a party in order to obtain, directly or indirectly, a financial or other benefit or to avoid an obligation;
- Corruption, which means the offering, giving, receiving, or soliciting or anything of value to influence, directly or indirectly, the decision-making or action of another party;
- Bribery, which means the offer or acceptance of anything of value in exchange for influence on authority, public affairs and employee;
- Misconduct, which means the intentional or negligence failure to observe the Manager's Code of Conducts and Ethics;

- Coercive practices, which mean impairing or harming, or threatening to impair or harm, directly or indirectly, any party or the property of that party to influence the actions of that party;
- Collusive practices, which means any arrangement between two or more parties designed to achieve an unlawful or unethical purpose, including influencing the actions of another party;
- Abuse of power or authority;
- Dishonest, fraudulent or unlawful acts;
- Forgery or falsification of any document or account belonging to the Manager;
- Forgery or falsification of a cheque, bank draft, or any other financial document;
- Misappropriation of funds or other assets;
- Disclosing sensitive and confidential proprietary information to third parties, without prior authorization or/ and consent from the Senior Management;
- Accepting or soliciting anything of material value *as defined in the Anti-Bribery and Corruption Policy* from contractors, vendors or persons providing services/ materials to the Manager;
- Destruction, removal or inappropriate use of records, furniture, fixtures, and equipment; and
- Failures to comply with regulatory requirements / guidelines.

All allegations or concerns received will be investigated. Allegations and concerns expressed anonymously will be investigated at the discretion of the Manager. In the exercise of such discretion, the factors to be considered by the Manager shall include, without limitation, the seriousness of the allegation, its creditability, and the extent to which the allegation can be confirmed and/ or corroborated by attributable sources.

#### Definitions

- Whistle-blower:**  
Refers to any person or entity who disclose or report any suspected improper or illegal activities. Whistle-blowers may be Manager's employees, vendors, contractors, customers or general public.
- Good Faith:**  
Refers to report made without malice or consideration of personal benefit and the employee has a reasonable basis to believe that the report is true. Good faith is lacking when the report is known to be malicious or false.
- Employees**  
Refers to all member of the Board of Directors, Senior Management, permanent and contract staff including temporary and seconded employees working under the control and supervision of the Manager.

#### Protection of Whistle-blower

The identity and personal information of the Whistle-blower will be protected, secured and kept confidential, unless agreed by Whistle-blower or required by law.

Whistle-blower will be protected from any form of reprisal including but not limiting to the following:

- a) Action causing injury, loss or damage;
- b) Mental and physical torture;
- c) Intimidation/harassment;
- d) Discrimination, discharge, abandon, suspension, demotion;
- e) Termination, victimisation of consequence on relation to her/his employment, career, profession, trade or business or the taking of disciplinary action due to his/her disclosure; or
- f) Any threat to take any of the action referring to items (a) to (e) above.

## Reporting Procedures

- 1) Whistle-blower should report any of the above-mentioned concerns that may adversely impact the Manager, the Manager's customers, unitholders, employees, investors or the public at large.
- 2) Although the Whistle-blower is not expected to prove the truth of an allegation, the Whistle-blower needs to demonstrate to the person contacted that there are sufficient grounds for concern. The report must provide full details (where applicable) of the following:
  - a) Details of the allegation
  - b) Suspected personnel involved
  - c) Information of the incident (Date, Time and Place of incident), and
  - d) Evidences relating to the improper activity/ conduct (if any).
- 3) Whistle-blower may report in writing, via telecommunication or in person. However, Whistle-blower is encouraged to report in writing, to avoid misunderstanding of the issues raised.
- 4) Whistle-blower should self-identify if report in writing, though it is not mandatory under this Policy.
- 5) Whistle-blower report should be sent directly to the **Chief Executive Officer** or any of the **Senior Management personnel**.
- 6) If for any reason, it is believed that this is not possible or appropriate to report to the persons as specified in item (5) above, then the Whistle -blower report should be made directly to:

*The **Chairman of Audit Committee** (Independent Director)*  
*Email: [chngboonhuat@hotmail.com](mailto:chngboonhuat@hotmail.com)*
- 7) If the Whistle-blower report is sent through e-mail, it is recommended to mark the subject as '**Atrium REIT Whistle-blower**' for ease of identification.
- 8) The Whistle-blower should not:
  - a) Contact the suspected individual in an effort to determine facts or demand restitution; and
  - b) Discuss the case, facts, suspicious, or allegations with anyone unless specifically asked to do so by the Investigation Unit.

## The Investigation Procedures and Processes

- 1) If the Whistle-blower report is made to the **Chief Executive Officer**, Senior Management, or the dedicated personnel (*Collectively known as "The Management"*), the Management shall:
  - a. acknowledge receipt of the reported violation or suspected violation within five (5) business days,
  - b. decide whether an investigation should be carried out,
  - c. not include any person(s) implicated in the complaint to be involved in the discussion or investigation.

If an investigation is to be carried out, the Management will be responsible to conduct its own investigation and if necessary, external party(ies) may also be appointed to assist in the investigation. The investigation report together with its proposed action(s) shall be tabled to the Audit Committee for review.

- 2) If the Whistle-blower report is made to the **Chairman of the Audit Committee (“AC”)**, the Chairman in consultation with other AC members, shall decide whether the allegation has merit for an investigation to be carried out.

If an investigation is to be carried out, the AC may appoint the internal auditor of the Manager or an independent party to carry out the investigation.

- 3) The Whistleblower shall give his /her full cooperation during the course of the investigation, if required.
- 4) All investigation report shall be tabled to the Board for review and to approve the proposed action(s) to be taken.
- 5) The Whistle-blower will be informed of the outcome of the investigation.

*(Refer to Appendix A for flowchart)*

#### **General Guidance on Misconduct**

This Policy presumes that Whistle-blower will act in good faith and will not make false accusations when reporting of misconduct. A Whistle-blower who is also an employee of the Manager, knowingly or recklessly makes a report which is not in good faith may be subject to disciplinary procedures.

#### **Confidentiality**

All information, documents, records and reports relating to the investigation of the Whistle-blower report shall be kept securely by the Chief Executive Officer or the Manager, as the case may be, to ensure its confidentiality.

