

WHISTLE BLOWING POLICY
(Updated on 21 January 2020)

1. OVERVIEW

DWL Resources Berhad (*formerly known as Spring Gallery Berhad*) (“DWL” or “the Company”) and its subsidiaries (“the Group”) conducts its business based on principles of fairness, honesty, openness, decency, integrity and respect. The Group takes a serious view of any wrongdoing on the part of any of its employees, management, Directors and vendors, in particular with respect to their obligations to the Group’s interests.

The objective of this Whistle Blowing Policy (“the Policy”) is to provide an avenue and a mechanism for any reporting individual(s) (“the Whistleblower” or “Parties”) who has concerns about any suspected and/or known misconduct, to come forward and disclose these concerns in good faith without fear of punishment or unfair treatment. This Policy is established to help all stakeholders to raise concerns, without fear of retaliation, on any wrongdoing that they may observe in DWL Group.

Parties can report a whistleblowing complaint if they are aware of any wrongdoing, including, but not limited to the following:

- i. fraud;
- ii. misappropriation of assets;
- iii. sexual harassment;
- iv. criminal breach of trust;
- v. illicit and corrupt practices;
- vi. questionable or improper accounting;
- vii. misuse of confidential information;
- viii. acts or omissions which are deemed to be against the interest of the Company, laws, regulations or public policies;
- ix. giving false or misleading information (including suppression of any material facts or information); or
- x. the deliberate concealment of any of the above or other related acts of wrongdoings.

It should be emphasised that this Policy is intended to assist individuals who believe they have discovered malpractice or impropriety. It is not designed to question financial or business decisions taken by the Company nor should it be used to reconsider any matters which have already been addressed under harassment, complaint, disciplinary or other procedures. Once the whistleblowing procedures are in place, it is reasonable to expect staff to use them rather than air their complaints outside the Company.

2. PROCEDURES FOR MAKING A DISCLOSURE

On receipt of a complaint of malpractice, the staff who receives and takes note of the complaint, must pass this information as soon as is reasonably possible, to the appropriate designated investigating officer as follows:

- Complaints of malpractice will be investigated by the appropriate Director unless the complaint is against the Director or is in any way related to the actions of the Director. In such cases, the complaint should be passed to the Managing Director (“MD”) for referral.
- In the case of a complaint, which is any way connected with but not against the Director, the MD will nominate a Senior Manager to act as the alternative investigating officer.

- Complaints against the MD should be passed to the Chairman who will nominate an appropriate investigating officer.
- The Whistleblower has the right to bypass the line management structure and take the complaint direct to the Chairman. The Chairman has the right to refer the complaint back to management if he feels that the management without any conflict of interest can more appropriately investigate the complaint.

If there is evidence of criminal activity, then the investigating officer should inform the police. The Company will ensure that any internal investigation does not hinder a formal police investigation.

3. TIMELINE

Due to the varied nature of these sorts of complaints, which may involve internal investigators and or the police, it is not possible to lay down precise time line for such investigations. The investigating officer should ensure that the investigations are undertaken as quickly as possible without affecting the quality and depth of those investigations.

The investigating officer, should as soon as practically possible, send a written acknowledgement of the concern to the Whistleblower and thereafter report back to them in writing the outcome of the investigation and on the action that is proposed. If the investigation is a prolonged one, the investigating officer should keep the Whistleblower informed, in writing, as to the progress of the investigation and as to when it is likely to be concluded.

All responses to the Whistleblower should be in writing and sent to their home address.

4. ACTING IN GOOD FAITH

DWL Group expects all Parties to act in good faith and have reasonable grounds when reporting a whistleblowing complaint. If allegations are proven to be malicious, Parties responsible may be subjected to appropriate action, up to and including legal action, where applicable.

5. CONFIDENTIALITY

DWL Group recognises that anonymity is key to encouraging such reporting. However, to prevent false and malicious reporting, poison letters and abuse of the reporting channel, all Whistleblowers must identify themselves and provide contact information in their report to facilitate further investigation.

The Company shall treat all reports or disclosures as confidential and will only reveal information on a "need to know" basis or if required by law, court of competent jurisdiction or lawful authority. The identity and particulars of the Whistleblower shall also be kept confidential UNLESS the Whistleblower chooses to reveal his/her identity. Where the Whistleblower chose to reveal his/her identity when making such report, written permission from the Whistleblower would be obtained before the information is released.

6. ACTION

- i. All reports will be investigated promptly by the person receiving the report. If required, he can obtain assistance from other resources within the Group (e.g. Internal Audit, Human Resource & Admin Department, Legal Department etc.). The progress of investigation will be reported to the Audit Committee no later than the next immediate scheduled meeting.

- ii. The person making an anonymous report will be advised that maintaining anonymity may hinder an investigation. If despite such advise, the Whistleblower nonetheless wants to remain anonymous, his/her anonymity will be maintained as long as it is permitted by law or until the Whistleblower indicates that he no longer wishes to remain anonymous.
- iii. Upon completion of investigation, appropriate course of action will be recommended to the Audit Committee for their deliberation. Decision taken by Audit Committee will be implemented immediately.
- iv. Where possible, steps will also be implemented to prevent similar situation arising.

7. INVESTIGATING PROCEDURES

The investigating officer should follow these steps:

- Full details and clarifications of the complaint should be obtained.
- The investigating officer should inform the person against whom the complaint is made as soon as practically possible. The person will be informed of their right to be accompanied by their representative at any future interview or hearing held under the provision of these procedures.
- The investigating officer should consider the involvement of the Company auditors and the Police at this stage and should consult with the Chairman/MD.
- The allegations should be fully investigated by the investigating officer with the assistance where appropriate, of other individuals and or bodies.
- A judgement concerning the complaint and validity of the complaint will be made by the investigating officer. This judgement will be detailed in a written report containing the findings of the investigations and reasons for the judgement. The report will be passed to the MD or Chairman as appropriate.
- The MD/Chairman will decides what action to take. If the complaint is shown to be justified, then they will invoke the disciplinary or other appropriate Company procedures.
- The Whistleblower should be kept informed of the progress of the investigations and, if appropriate, of the final outcome.
- If appropriate, a copy of the outcomes will be passed to the Company Auditors to enable a review of the procedures.

If the Whistleblower is not satisfied that their concern is being properly dealt with by the investigating officer, they have the right to raise it in confidence with the MD/Chairman.

If the investigation finds the allegations unsubstantiated and all internal procedures have been exhausted, but the Whistleblower is not satisfied with the outcome of the investigation, the Company recognises the lawful rights of the Whistleblower to make disclosures to appropriate persons, bodies, authorities, regulators, etc.

8. PROTECTION

The Company will take all reasonable steps to ensure the Whistleblower will, in relation to the report, be protected against:

- i. action causing injury, loss or damage;
- ii. intimidation or harassment; and
- iii. interference with the lawful employment of the Whistleblower, including discrimination, discharge, demotion, suspension, disadvantage, termination or adverse treatment in relation to the Whistleblower's employment, career, profession, trade or business or the taking of disciplinary action.

The protection conferred above is not limited or affected in the event that the disclosure does not lead to any disciplinary action or prosecution of the person whom the disclosure of the improper conduct, wrongdoings, corruption, fraud and/or abuse was made.

9. WHISTLE BLOWING CHANNEL

The established channels for whistle blowing reporting are as follows:

- i. Any concern should be raised with the immediate superior. If for any reason, it is believed that this is not possible or appropriate, then the concern should be reported to the Managing Director of the Company. The channel of reporting to the Managing Director is as follows:

By Mail: **Strictly Confidential**
DWL RESOURCES BERHAD
(FORMERLY KNOWN AS SPRING GALLERY BERHAD)
No. 5-G, Jalan Panglima,
Persiaran Mahkota,
Bandar Mahkota Cheras,
43200 Cheras,
Selangor

Attention: Managing Director

- ii. If for any reason, it is believed that reporting to management is a concern or not possible or appropriate, then the concern should be reported to the Chairman of Audit Committee of the Company. The channel of reporting to the Audit Committee Chairman is as follows:

By Mail: **Strictly Confidential**
DWL RESOURCES BERHAD
(FORMERLY KNOWN AS SPRING GALLERY BERHAD)
No. 5-G, Jalan Panglima,
Persiaran Mahkota,
Bandar Mahkota Cheras,
43200 Cheras,
Selangor

Attention: The Chairman of Audit Committee

DISCLAIMER

DWL reserves the right to review and/or amend this Whistle Blowing Policy from time to time.