

INFRONT CONSULTING

Whistleblowing Policy

Policy Owner: Chief Executive Officer (“CEO”)

Policy Manager: Head of Internal Audit

Approver: Board of Directors

1. Introduction

- 1.1. Infront Consulting ("the **Company**") and its subsidiaries ("the **Group**") is committed to conducting its business in accordance with the highest ethical standard and maintaining a workplace environment that encourages open and honest communication. As part of that commitment, the Whistleblowing Policy reinforces the value Group places on its Employees to be honest, disciplined, and respected members of their individual professions and functions within the Group. It provides a method of properly addressing legitimate reports of misconduct in employment, alleged bribery or corruption within the Group or other acts of misconduct.
- 1.2. Whistleblowing is a form of disclosure involving a person or a group of persons, i.e. the Whistleblower(s), who raises concerns about the risk of wrongful activities or to report a wrongdoing. Whistleblowing at the earliest opportunity may significantly prevent and/or reduce harm arising from wrongful activities.
- 1.3. The purpose of this Whistleblowing Policy ("this **Policy**") is to outline a formal and confidential way in which all Employees of the Group can express their concerns on any form of wrongful activities at an early stage and through appropriate channels.
- 1.4. The Group is committed to ensure that its Employees are able to raise genuine concerns in relation to breach of a legal obligation, fiduciary duty, and miscarriage of justice at the earliest opportunity without being subject to victimization, harassment, or discriminatory treatment and to have such concerns properly investigated.
- 1.5. This Policy shall complement and is to be read together with all the Group's policies including Group's Anti-Corruption Policy.

2. Scope

- 2.1. This Policy applies to all individuals under the employment of the Group at all levels, whether permanent, fixed-term or temporary, and wherever located including the management of the Group, collectively referred to as ("**Employee(s)**").
- 2.2. Although this Policy is specifically written for the Group's Employees, the Group expects and encourages that all and any Third Party including any other third-party performing work or services for or on behalf of the Group to make use of this Policy in the event there is a suspected misconduct that should be reported.
- 2.3. This Policy is intended to assist individuals who believe they have discovered Misconduct or impropriety to report it. It is not designed to question financial, or business decisions taken by the Group nor should it be used as a reporting channel for grievances that should be dealt with by the Group Human Resources.

3. Definitions

3.1. The following definitions shall apply in this Policy:

“Compliance Function”	means the Compliance Department in the Group.
“Confidential Information”	means any information that is confidential in nature or sensitive and/or not generally available to the public and in this Policy includes: a. information about the identity, rank, position or other personal details of a Whistleblower; b. a person against whom a Whistleblower has made a disclosure; c. information disclosed by a Whistleblower; or d. information that, if disclosed, may cause detriment to a person.
“Detrimental Action”	has the meaning ascribed to it in Clause 7 of this Policy.
“Integrity Hotline”	An online reporting channel that is operated by an independent company. It is designed to protect the privacy of individuals who report a concern, and individuals who are the subject of a reported concern.
“Misconduct”	means any conduct which, if proved, constitutes a misconduct in employment including but not limited to any criminal offence or any conduct that constitutes a, wrongdoing or malpractice and any breaches of the Group’s Code of Conduct, policies, and manuals and/or any other conduct as more particularly described in Clause 4.2.
“Third Party”	means any individual or organisation that the Employee comes into contact with during the course of work and the running of the Group’s business, and includes business partners, actual and potential clients/customers, intermediaries, referrers of work, vendors, suppliers, contractors, sub-contractors, service providers, distributors, dealers, roaming partners, resellers, business contacts, business associates, consultants, agents or their personnel (which includes agency staff), representatives, advisers, Public Body (including their advisers, representatives and officials), politicians and political parties.
“Whistleblower”	means the person making a disclosure or allegation against another of any concern related to any Misconduct that is relevant to the employment or contractual relationship with the Group.

4. Misconduct

4.1. A Misconduct by an Employee may occur during the Group's business or affairs or at any location which is related to the Group's business. A Misconduct may also occur in any activity or event relating to the Group, or in any other events in which the Group is the subject matter.

4.2. Misconduct includes:

- a. criminal offence under the law, such as fraud, corruption, forgery, cheating, criminal breach of trust, insider trading, abetting, or intending to commit criminal offences;
- b. giving and acceptance, involvement or solicitation of a bribe, or a favour in exchange for direct or indirect personal benefits;
- c. giving and acceptance, involvement or solicitation of a bribe, or a favour in exchange for benefits to the Group;
- d. act of theft and/or involvement in fraud;
- e. an infringement of any of the Group's policies, procedures, processes and terms and conditions of service or the applicable laws and regulations whether locally or internationally;
- f. a failure to comply with any legal obligation;
- g. unethical behaviour;
- h. coercion, harassment, or discrimination by, or affecting any Employee and/or Third Party;
- i. a substantial mismanagement of the Group's resources;
- j. situations within the Group's control that pose a danger to the health or safety of any person;
- k. the deliberate concealment of information tending to show any matters listed above; and
- l. failure to comply with provisions of relevant laws and regulations where the Employee within the Group knowingly disregards or does not comply with such provisions.

The list above is not exhaustive and may include references to misconduct as stipulated in the Code of Conduct and/or Employee Handbook and any other alleged misconduct including private conduct or circumstances that places the Group's business reputation at risk or cause the Group to contravene any local laws or regulations.

- 4.3. If a person is unsure whether a particular act or omission constitutes a Misconduct under this Policy, they are encouraged to refer to the Group Employee Handbook or the Group Code of Conduct or seek advice from their immediate supervisor or the Group Human Resource Division and/or the Group Compliance Function.

5. Requirement for Reporting of Misconduct

- 5.1. All Employees are encouraged to notify their immediate supervisor or the Integrity Hotline promptly of any possible Misconduct. Reporting a Misconduct or suspicion of Misconduct is in the interest of the Group and is an encouraged behavior from all Employees and others acting on behalf of the Group.
- 5.2. Failure of an Employee to report can constitute a violation of the Group Code of Conduct and the Group Anti-Corruption Policy, which may warrant a disciplinary action, including dismissal.
- 5.3. Under this Policy, Third Party or any external parties may also report suspected violations by the Group's Employee or those acting on behalf of the Group.
- 5.4. Whistleblowers are encouraged to disclose their identity when reporting a Misconduct to facilitate investigations and to ensure that the investigations are carried out in accordance with the rules of natural justice. However, the Group will also take anonymous reports seriously and conduct the necessary investigations, if required.

6. Requirement of Good Faith

- 6.1. Since an allegation of Misconduct may result in serious personal repercussions for the person that has allegedly committed a Misconduct, any person who intends to lodge any report of Misconduct shall ensure that the report of Misconduct is made in good faith.
- 6.2. Any person making an allegation of Misconduct must have reasonable and probable grounds before reporting such Misconduct and must undertake that such reporting is made in good faith, for the best interest of the Group and not for personal gain or motivation.

- 6.3. The element of good faith shall be deemed to be lacking when:
- a. the person does not have personal knowledge or a factual basis for the report of Misconduct;
 - b. where the person making the report knew or reasonably should have known that the report or any of its contents are false;
 - c. where the report is frivolous and vexatious; or
 - d. there are any other circumstances that indicate that the report has been made with malicious intent.
- 6.4. Any person that has not acted in good faith shall not be entitled to any protection under this Policy.
- 6.5. In addition, an Employee making allegations or reports that are proven to have been made in bad faith will be subject to disciplinary action, which may include summary dismissal.

7. Protection Against Detrimental Action

- 7.1. Any Employee (or any Employee assisting the Whistleblower) who makes a report of Misconduct in good faith shall be accorded with protection against retaliation, and not be subject to disciplinary action including dismissal, victimisation, demotion, suspension, intimidation or harassment, hostility, discrimination, any action causing injury, loss or damage or any other retaliatory action each as “Detrimental Action” by the Group.
- 7.2. Any report of Misconduct made in good faith, even if the report is subsequently found to be untrue shall be eligible for protection under this Policy.
- 7.3. Any Employee who makes a report of Misconduct in good faith and is subsequently subjected to Detrimental Action may lodge a complaint against the individual purported to commit such Detrimental Action, to the Integrity Hotline.
- 7.4. Any Employee who files a report with ill intent or malice or provides evidence that they know to be false or who does not have any reasonable basis for believing that their reports are truthful and accurate, will not be protected under this Policy and may be subject to disciplinary action, including summary dismissal.
- 7.5. Any Employee who commits a Detrimental Action against any Employee who has made a report of Misconduct in good faith shall be subjected to disciplinary action, which may include summary dismissal.

8. Protection of Confidential Information

- 8.1. Any person having knowledge of a report of Misconduct shall make all reasonable efforts to maintain the confidentiality of the Confidential Information, in particular the identity of the Whistleblower.
- 8.2. There may be circumstances where it will be necessary to disclose the identity of the Whistleblower for purposes of investigation. If such circumstances arise, the person in charge of the investigation shall endeavour to inform the Whistleblower that his/her identity is likely to be disclosed and to obtain his/her consent prior to the said disclosure.
- 8.3. In order not to jeopardise any investigatory process, the Whistleblower shall make all reasonable efforts to maintain the confidentiality of the Confidential Information, in particular, the fact that a report has been lodged, the nature of the Misconduct and the identity of the person(s) who have allegedly committed the Misconduct.
- 8.4. Any person who obtains any Confidential Information in the course of any investigation of an alleged Misconduct shall not disclose the Confidential Information or any part thereof.
- 8.5. This Policy, except to the extent required by law, does not change an Employee's obligation to keep confidential the Group's trade secrets and other confidential information.

9. When Protection May Not Be Given

- 9.1. An Employee of the Group may not avail himself/herself to the protection against Detrimental Action mentioned at **Clause 7** above in the following circumstances:
 - a. if the report of Misconduct or any material statement in the report is false and not made in good faith;
 - b. if the Employee himself/herself has participated or involved in the Misconduct reported;
 - c. the report of the Misconduct is made solely or substantially with the motive of avoiding dismissal or other disciplinary action; or
 - d. the Employee breaches the obligation of confidentiality as stated in this Policy.

10. Lodging a Misconduct Report

- 10.1. An Employee is advised and urged to lodge a Misconduct report as soon as he/she discovers that commission or an intended commission of a Misconduct has occurred or in any instance where the Employee is instructed to participate in any Misconduct. Please note that if an Employee is directly involved in the Misconduct, the protection under this Policy may not be available to that Employee.
- 10.2. Once an Employee has lodged a report of Misconduct via the Integrity Hotline, the Investigation Unit will assess the report and consider what action may be appropriate. This may involve an informal review, an internal inquiry, or a formal investigation. The Employee who lodged the report shall accord full cooperation to the person in charge of the investigation.

11. How to Lodge a Report on Misconduct

- 11.1. An Employee who intends to lodge a report on Misconduct shall lodge such report to their immediate supervisor, or the Integrity Hotline. The Employee may also lodge the report anonymously by using the Integrity Hotline. The Integrity Hotline is operated by, an independent platform which is able to receive reports either anonymously or not which will then send the report to the Investigation Unit to investigate the matter.
- 11.2. Third Party and any other external party shall also use the Integrity Hotline to report any Misconduct in the Group.
- 11.3. Such report shall be in writing, detailing all evidence or reasons of belief for the making of such report. An Employee can elect to submit the report anonymously but in order to facilitate a smooth investigation process, it is preferable that the Employee should submit their report with their identity details.
- 11.4. The Misconduct report should contain the following details:
 - a. description of the Misconduct which is believed to constitute a violation and whether the person submitting the information believes the activity constitute a violation of the Group's policies, rules and the applicable laws and regulations;
 - b. the person or persons involved in the Misconduct;
 - c. the date or dates on which the Misconduct is believed to have occurred;
 - d. the location/place which the Misconduct is believed to have happened; and
 - e. other pertinent information (who, what, when, where and how).

12. Investigation Process

- 12.1. All reported concerns channelled through the Integrity Hotline shall be assessed to determine whether the allegations fall within the scope of the Investigation Unit. Concerns that are outside the scope will be delegated to the relevant departments, such as Employee Relations, Customer Service, Sales and Enterprise Governance teams.
- 12.2. All investigation activities will be carried out discreetly and promptly in accordance with applicable Company policies, laws and regulations. Information obtained are kept strictly private and confidential. In order not to jeopardise the investigation, the Whistleblower should also keep the fact that a report was filed, the nature of the concern and the identity of those involved, confidential.

13. Findings of Investigation

- 13.1. Upon completion of an investigation, the facts of the case and the findings will be documented into an Investigation report, that will be maintained strictly private and confidential.
- 13.2. Documented findings from the investigations which highlight gaps and/or weaknesses in internal controls will be referred to Compliance for corrective actions to be taken.

14. Decision

- 14.1. Confirmed allegations with sufficient evidence will be referred to the Company Disciplinary Committee (for staff) and the Partner Disciplinary Council (for business partners and dealers) for deliberation and decision. Once a decision has been made, Employee Relations will be the responsible party to carry out the consequence management for employees, and the respective governance functions will be responsible to execute the penalties for cases involving partners and dealers in accordance with the established Penalty Framework.
- 14.2. On a quarterly basis, completed investigations that fall within the Reporting Matrix criteria shall be reported to the Board Audit Committee and/or Board of Directors.

15. Whistleblower Protection Act 2010

- 15.1. The Whistleblower Protection Act 2010 (“Act”) accords protection to persons making disclosures of Misconduct in the public and private sector from civil and criminal action. In addition, the Act allows for the proper investigation to be carried out by an enforcement agency having investigation and enforcement functions and powers as more particularly defined in Section 2 of the Act.
- 15.2. If an Employee wishes to make a Misconduct report pursuant to the Act, then the reporting Employee will have to make the said report to the relevant enforcement agency. Any investigations and/or actions taken thereafter would be in accordance with the Act and the relevant legislations, and they are independent of the procedures described in this Policy.

16. Reference Documents

- Anti-Corruption Policy
- Code of Conduct