



Bintulu Port Holdings Berhad



WHISTLEBLOWER STANDARD OPERATING PROCEDURE

Document Control

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1.0 Objective

The objectives of this Standard Operating Procedure are: -

- (a) To enhance the corporate governance and to foster an environment where integrity and ethical behaviour are maintained and any improper conduct and/or wrongdoing in the company shall be disclosed in a good faith;
- (b) To provide a confidential and effective avenue to report suspected violations of the law;
- (c) To protect individuals who report suspected violations from being subjected to detrimental action and retaliation in any form; and
- (d) To provide guidelines on the investigation process.

2.0 Scope

- (a) This procedure is designed to facilitate employees and members of the public to disclose any improper conduct (disciplinary or criminal offences) through internal channel. Such improper conducts may include the followings:-
 - (i) Fraud, e.g., incorrect financial reporting;
 - (ii) Corruption;
 - (iii) Bribery or blackmail;
 - (iv) Criminal offences such as breach of trust, theft or embezzlement;
 - (v) Failure to comply with a legal or regulatory obligation;
 - (vi) Endangerment of the life and safety of individuals;
 - (vii) Sexual harassment; and
 - (viii) Concealment of any or a combination of the above.
- (b) The procedure shall ensure that only genuine concerns should be subjected to further investigation. Any disclosure which is found to be frivolous and vexatious shall not be entertained.
- (c) All complaints which have prima facie or falls under the Whistleblower Procedures shall be logged in and to be investigated in accordance with the principle of natural justice.
- (d) Investigation shall focus on matters which may infringe the Company's principles/procedures/policies or may be detrimental to the interest, reputation and security of the Company.

3.0 Definitions

GCEO	:	The person holding the office of Group Chief Executive Officer.
COO	:	The person holding the office of Chief Operating Officer
AC	:	Audit Committee of the Company
Head of GIA	:	The Head of Group Internal Audit of the Company
Whistleblower	:	Any employee (or group of employees) of BPHB Group or members of the public including vendors, contractors or customers who make a disclosure against an employee or director of the company about an actual, suspected or anticipated improper conduct within the BPHB Group.
Good Faith	:	Good faith is made without malice or consideration, or personal benefit and the employee has a reasonable basis to believe that the report/incident/event is true.
Improper Conduct	:	Any conduct which if proved constitutes a disciplinary or a criminal offence and may include any of the examples stated in section 2.1
Disciplinary Offence	:	Any action or omission which constitutes a breach of discipline in a public body or private body as provided by law or in a code of conduct, a code of ethics or circulars or a contract of employment, as the case may be;
Appointed Officer(s) (AO)	:	A person (s) appointed to take, collect, compile and record the reports made by the genuine Whistleblower.
Investigation Panel (IP)	:	A panel appointed as investigator who derived the authority to handle all matters seriously, confidentially, and promptly. All investigators shall be independent and unbiased both in fact and appearance.
MACC	:	Government agency in Malaysia that investigates and prosecutes corruption in the public and private sectors called Malaysia Anti-Corruption Commission.
PDRM	:	The Royal Malaysian Police (Abbreviation: RMP; Malay: Polis Diraja Malaysia, PDRM;)

4.0 Reference

- (a) Whistleblower Protection Act 2010
- (b) BPHB Whistleblower Policy
- (c) BPHB Anti-bribery Policy
- (d) Malaysia Anti-Corruption Commission (MACC) Act 2009
- (e) Bursa Malaysia Listing Requirement

5.0 Responsibilities

- (a) Audit Committee of BPHB Group
- (b) Chief Executive Officer of BPHB Group
- (c) Chief Operating Officer of Bintulu Port Sdn Bhd
- (d) Chief Operating Officer of Biport Bulkiers Sdn Bhd
- (e) Chief Operating Officer of Samalaju Industrial Port Sdn Bhd
- (f) Head of Group Internal Audit

6.0 Safeguards

6.1 General Guideline on Whistleblowing

Employees and members of the public are presumed to act in good faith when reporting any form of improper conduct.

An employee who knowingly or recklessly makes statements or disclosures that are not in good faith may be subjected to disciplinary procedures, which may include termination.

It is obligatory on the part of the Whistleblower to maintain the confidentiality of the case reported and not to disclose to any parties so as not to jeopardize the investigation.

6.2 Protection Accorded to Genuine Whistleblower

A Whistleblower will be accorded with protection under the Whistleblowing Policy provided that the disclosure is made in good faith. Such protection is accorded even if the investigation later reveals that the Whistleblower is mistaken as to the facts, rules and procedures involved.

6.3 Types of Protection for Whistleblowers: -

- (a) Identity of the Whistleblower will be kept confidential and shall not be exposed to anyone including during the court proceedings.
- (b) No civil, criminal, or disciplinary action will be taken against the informant for whistleblowing.
- (c) The Whistleblower shall be protected from any detrimental action in reprisal for making the disclosure.
- (d) Anyone who retaliates against the Whistleblower shall be subjected to disciplinary action, which may include termination of employment, demotion, or other form of legal actions.

- (e) Protection is also provided to family members or those related to the Whistleblower if required.

6.4 Revocation of Whistleblower Protection

- (a) The Whistleblower participated in the improper conduct;
- (b) The Whistleblower wilfully discloses a false statement;
- (c) The disclosure is frivolous or vexatious;
- (d) The disclosure is made with malicious intent; or
- (e) The Whistleblower breaches his/her obligations of confidentiality.

7.0 Reporting Allegation of Improper Conduct

7.1 Lodging a Complaint Report and Whistleblowing Channels

- (a) All reports shall be made in writing, so as to ensure a clear understanding of the issues raised.
- (b) The complainant (i.e the employee/third party) may opt to disclose any act of improper conduct through ANY of the following reporting channels, in a strict confidential manner: -
 - (i) Filling up the **Whistleblowing Form for Report of Improper Conduct** as provided in the Bintulu Port Holdings Website (Refer to **Appendix I**);
 - (ii) Email to whistle@bintuluport.com.my; (This email shall be received by Chairman of Audit Committee and Head of Group Internal Audit)
 - (iii) By writing to BPHB Head of Group Internal Audit, 12th Miles, Tanjung Kidurong Road, P.O. Box No, 996, 97008 BINTULU, SARAWAK; or
 - (iv) Hotline at 086-291001/086-291020 from Monday to Friday during office hours (8:00 am to 5:00 pm).

- (v) The Whistleblower may report to any of following individuals depending on the persons who has been allegedly reported on the improper conduct as follow :-

No.	Case involving:	Email to:
1.	Group Chief Executive Officer	Chairman of Audit Committee at chairofac@bintuluport.com.my
2.	Head of Group Internal Audit	
3.	Board of Directors	
4.	Chairman of Audit Committee	Chairman of the Board at: chairofbod@bintuluport.com.my

- (c) The Whistleblower shall be assigned with a report reference number. Further communications shall be conducted using the said reference number.

7.2 Disclosure

(a) Disclosure of Identity

In order to enable the Company to accord the Whistleblower with the necessary protection under the Policy and also to obtain more details pertaining to the disclosure, the Whistleblower is required to disclose his/her personal details as follows: -

- (i) Name;
- (ii) NRIC No.;
- (iii) Staff ID, Designation, Department, Division, Company;
- (iv) Contact Details- Office Contact/Mobile / Home.

These personal details will be kept confidential.

(b) Content of Disclosure

Any disclosure made herein should contain the following information:

- (i) Details of the person(s) involved;
- (ii) Nature of the allegation;
- (iii) Where and when the alleged misconduct/wrong doing took place;
- (iv) Any witness(es) available;
- (v) Other relevant information; and
- (vi) Any supporting evidence if available.

7.3 Disclosure of Anonymous Whistleblower

Anonymous disclosures are not encouraged and will not be considered as any follow-up to determine the fact or to obtain further information for investigation purposes would be difficult.

However, the Company reserves the right to investigate into any anonymous disclosure after having considered the following:

- (a) the seriousness of the case disclosed;
- (b) the credibility of the claim; and
- (c) the likelihood of confirming the disclosure from credible sources.

8.0 Investigation Procedures

8.1 Whistleblowing Reporting Log

- (a) The reports of improper conduct, findings of investigations, corrective actions and monitoring shall be centralised and logged in a log register administered and monitored by the Head of GIA or Appointed Officers (AOs).
- (b) The Audit Committee shall be informed of any new reports of Improper Conduct and may request to review the log at any time.
- (c) Any new reports of Improper Conduct where GCEO is not implicated must be promptly communicated to the GCEO so that any interim corrective (if applicable) measure can be taken immediately.
- (d) The Head of GIA will provide Whistleblower with an acknowledgment of receipt of the report of the Improper Conduct within two (2) working days of receipt.
- (e) All information given during the report shall be kept strictly private and confidential at all material times.

8.2 Conducting the investigation

8.2.1 Complaints against all staffs including COOs

- (a) Initial investigation to determine the merits of the case

The Head of GIA may assign three (3) AOs from Group Internal Audit to manage reports from Whistleblower.

The AOs shall conduct an initial investigation to determine the merits of the case for further investigation within seven (7) days.

Findings of the initial investigation and recommendation shall be conveyed to GCEO for a decision.

After reviewing the findings of the initial investigation, the GCEO may:

- (i) decide to close the case in the event that findings clearly suggest there is no merits to the case; or
- (ii) instruct the management to carry out a full investigation in the event that there are merits to the allegation; or
- (iii) in event of initial findings disclose a possible criminal offence, GCEO with the consultation of Legal Advisor may decide to refer the case to relevant Authorities, such as PDRM or MACC for further action; or
- (iv) determine any course of action that deems fit following the circumstances of the matter reported and the fairness of any investigation.

After considering the findings of the initial investigation and the GCEO is satisfied that there are merits to the case, a full scale investigation shall be carried out by the Division within the Management depending on the nature of the case as follows:-

- (i) a breach of any law and Code of Business Ethics – Head, Corporate Legal Counsel; or
- (ii) disciplinary issues (e.g. drug abuse, absenteeism and misuse of BPHB Group's asset) – Head of Human Resources Management.

(b) Full-scale Investigation

Upon getting the instruction from GCEO for a full-scale investigation, the Management shall appoint an investigation panel which consist of one (1) Chairperson and two (2) members, one (1) of which shall be the secretary to the panel.

During a full-scale investigation, if the accused is a full-time employee of Bintulu Port in whatever position or rank, he/she shall be suspended or shall only have limited access to any business matter as his/her presence may impede the investigation.

8.2.2 Complaints Against GCEO and Head of GIA

(a) Initial Investigation

The Chairman of Audit Committee may select suitable personnel or Independent External Party to investigate the allegation.

In event of initial findings disclose a possible criminal offence, the Chairman of AC with the consultation of Legal Advisor may decide to refer the case to relevant Authorities, such as PDRM or MACC for further action

The Chairman of AC may refer to the full AC committee to determine any course of action that deems fit following the circumstances of the matter reported and the fairness of any investigation.

(b) Full-scale Investigation

The AC may exercise their discretion to appoint suitable personnel who is in a senior position or external independent investigator which have expertise with regards to the nature of the case for the full-scale investigation.

8.2.3 Complaints Against Board of Directors

(a) Initial Investigation

For any allegation of improper conduct against the Board of Director (s), the Chairman of the AC shall form an opinion on whether the case is a frivolous claim or there is merit to the case. However, for the allegation of improper conduct against the Chairman of AC, it shall be handled by Chairman of the Board.

The Chairman of the AC (or The Chairman of the Board, where applicable) may seek for legal or any other professional advice pertaining to the report made and in his/her discretion shall determine the next course of action whether the case shall be closed or to proceed with a full-scale investigation on the allegation.

(b) Full-scale Investigation

For cases involving Board of Directors, a full-scale investigation shall only be carried out by an external independent investigator appointed by the AC or the Chairman of the Board depending on who is the accused of the case

The investigation procedure should adopt due process to avoid any conflicts of interest and to ensure that the procedure is fair to the specific directors involved.

8.2.4 Notification

Whether the case involves employees or directors, the decision by the GCEO and COOs or Chairman of the AC (or the Chairman of the Board, where applicable) to proceed with a full-scale investigation or otherwise shall be made known to the Whistleblower within seven (7) days after such decision was made.

8.2.5 Confidentiality

All information, documents, records and reports relating to the investigation of an improper conduct shall be securely kept to ensure its confidentiality.

8.3 Findings of Investigation and Decision

In the case involving employees, the Investigation Panel shall be presented to the GCEO of their findings to the investigation and their proposed decision to the case. The GCEO based on their professional judgement may decide to accept the proposed decision to the case or otherwise. Subsequently, final report of the case shall be tabled to AC for review.

In the case involving GCEO and Head of GIA, the Investigation Panel shall present to the AC of their findings to the investigation and their proposed decision to the case. The AC based on their professional judgement may decide to accept the proposed decision to the case or otherwise. Subsequently, final report of the case shall be tabled to Main Board for review.

In the case involving Board of Director, the findings shall be presented to the Main Board for their decision on the proposed decision and determine next course of action.

The decision of the case shall be made known to the Whistleblower within seven (7) days after such ruling has been reached.

8.4 Corrective Action

The Management shall carry out the decision of the GCEO and AC in relation to the findings of the investigation on the allegation against the accused.

Where applicable, the Management shall institute appropriate controls to ensure earlier detection of similar violation and prevent further wrongdoings or damage to the Company.

In the event where a Director is implicated, the Board shall take all necessary actions to contain the damage which may have been inflicted to the Company.

8.5 Disciplinary Action

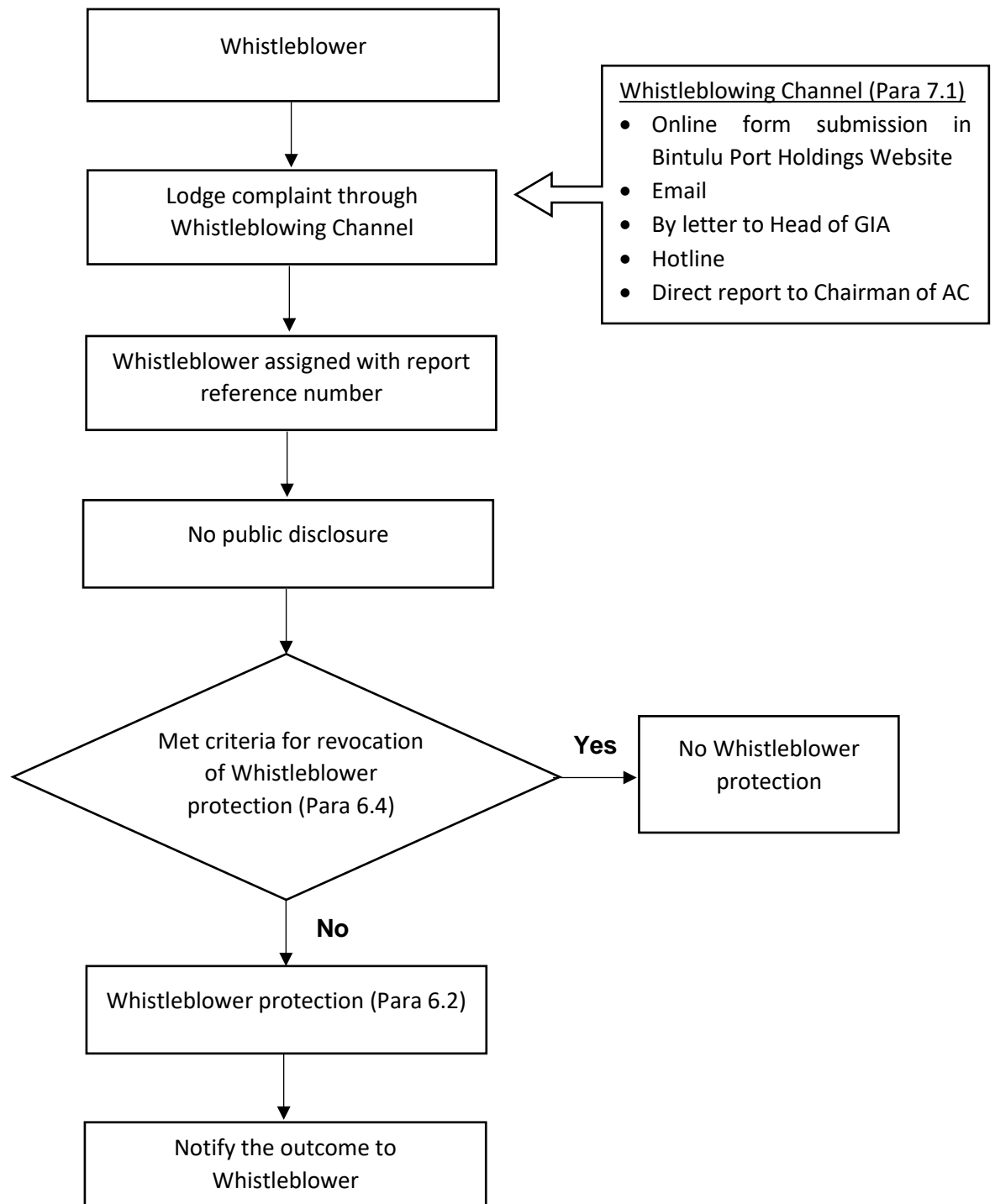
Any disciplinary action taken against an employee found guilty of the allegation must follow the disciplinary processes outlined in the Human Resources guideline.

9.0 Record

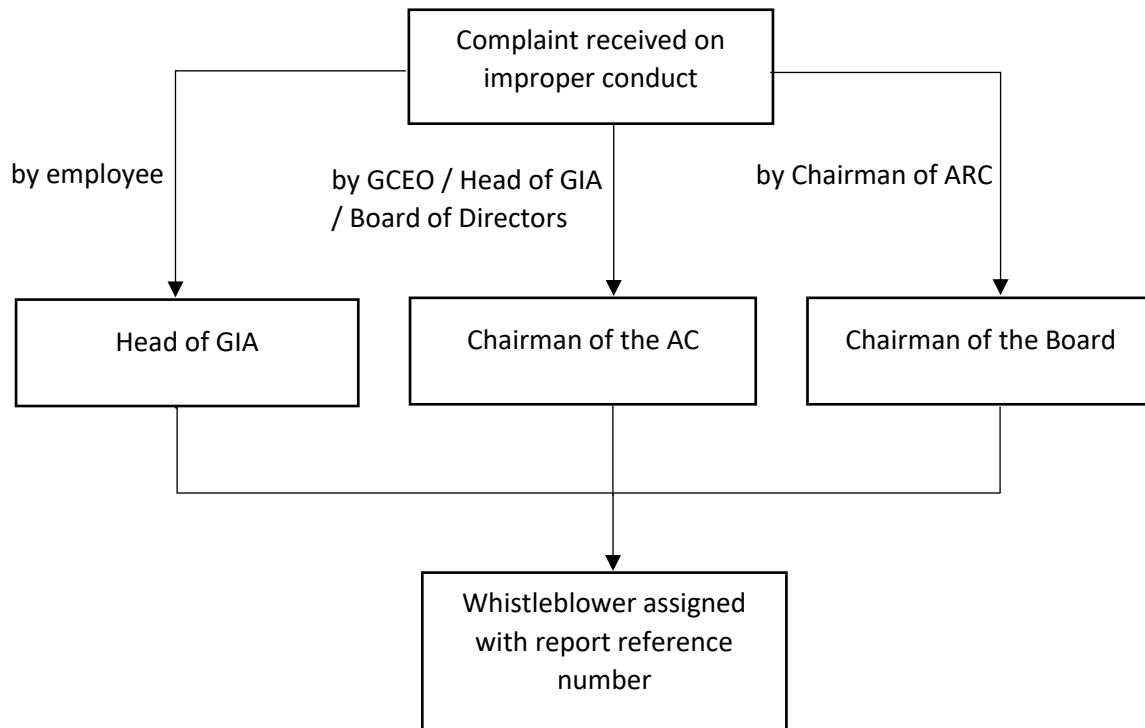
All report in relation to this procedure shall be kept by the Group Internal Audit for a period of seven (7) years.

10.0 Flow chart

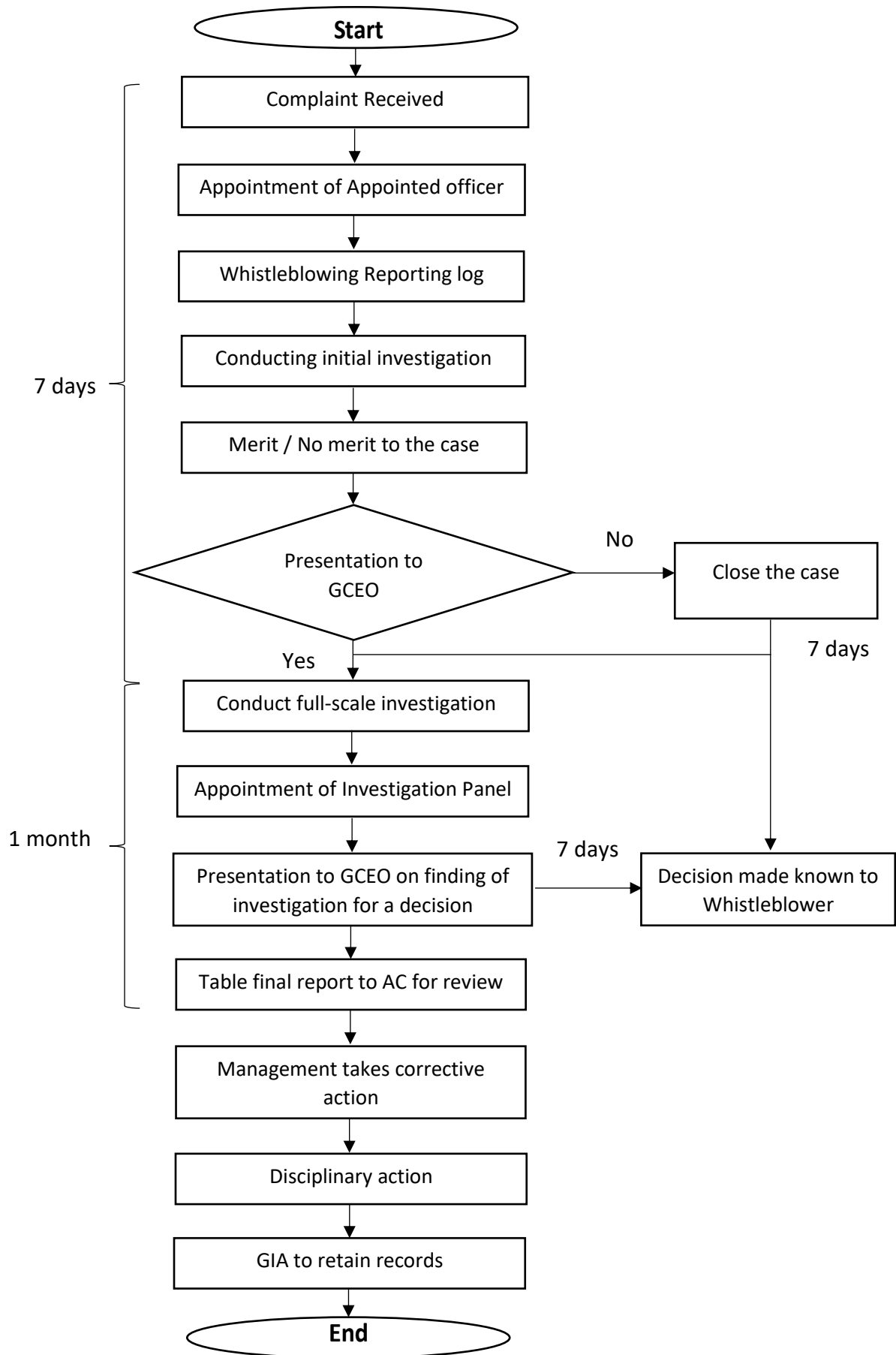
10.1 How To Get Whistleblower Protection



10.2 Reporting Improper Conduct



10.3 Investigation Procedure



11.0 Appendix I



WHISTLEBLOWING FORM FOR REPORT OF IMPROPER CONDUCT BINTULU PORT HOLDINGS BERHAD

KINDLY PROVIDE THE FOLLOWING DETAILS AND SUBMIT DIRECTLY TO HEAD, GROUP INTERNAL AUDIT OF BINTULU PORT HOLDINGS BERHAD OR EMAIL TO: whistle@bintuluport.com.my OR CONTACT 086-291380

PRIVATE & CONFIDENTIAL

REPORT REFERENCE NUMBER	
DATE AND TIME	

A) PARTICULARS OF WHISTLEBLOWER

NAME	
IC. NO.	
STAFF ID NO.	
DESIGNATION	
DEPARTMENT	
DIVISION	
COMPANY	
TELEPHONE NO. (HOME/OFFICE/MOBILE)	
E-MAIL ADDRESS	

B) PARTICULARS OF ALLEGED PERSON

NAME	
DESIGNATION	
DEPARTMENT	
DIVISION	
COMPANY	
TELEPHONE NO. (HOME/OFFICE/MOBILE)	
E-MAIL ADDRESS	

C) PARTICULARS OF WITNESS(ES) (IF ANY)

NAME		NAME	
DESIGNATION		DESIGNATION	
DEPARTMENT		DEPARTMENT	
DIVISION		DIVISION	
COMPANY		COMPANY	
TELEPHONE (HOME/OFFICE/MOBILE)		TELEPHONE (HOME/OFFICE/MOBILE)	
E-MAIL ADDRESS		E-MAIL ADDRESS	



**WHISTLEBLOWING FORM FOR REPORT OF IMPROPER CONDUCT
BINTULU PORT HOLDINGS BERHAD**

D) DETAILS OF IMPROPER CONDUCT / ALLEGATION

DATE :

TIME :

PLACE :

TYPE OF OFFENCES: BRIBERY/ CRIMINAL BREACH OF TRUST/ MISUSE AND ABUSE OF POWER/ GOVERNANCE/
MISCONDUCT/ FALSE CLAIM/ OTHERS (PLEASE STATE) _____

IF MONEY INVOLVED, CAN YOU ESTIMATE THE AMOUNT: RM _____

ARE THERE ANY OTHER EMPLOYEES/THIRD PARTIES INVOLVED OTHER THAN THE PERSON(S) STATED ABOVE: YES / NO
(IF ANY, PLEASE PROVIDE THE DETAILS OF THE SAID PERSON(S))

WHAT IMPROPER CONDUCT DID YOU OBSERVE / WITNESS? PLEASE EXPLAIN IN DETAIL.

ANY SUPPORTING EVIDENCE : YES / NO
(IF ANY, PLEASE ENCLOSE IT WITH THIS REPORT FOR OUR FURTHER ACTION)



**WHISTLEBLOWING FORM FOR REPORT OF IMPROPER CONDUCT
BINTULU PORT HOLDINGS BERHAD**

E) OTHER RELEVANT INFORMATION

F) DECLARATION BY WHISTLEBLOWER

Pursuant to **WHISTLEBLOWER PROTECTION ACT 2010**, I declare the following:-

- ☐ I acknowledge and declare that all information provided in this Form is true, correct and complete to the best of my knowledge, information and belief;
- ☐ I am willing to assist in the investigation of improper conduct (if required);
- ☐ Prior to this report, I have not disclosed the subject matter of the complaint or any part thereof to any other person except to the following persons/authority: _

- ☐ I shall notify any changes of my contact details to Head, Group Internal Audit of Bintulu Port Holdings Berhad as soon as possible;
- ☐ I am aware that it is an offence to provide false information/allegation with intention to disgrace the employee or company's image and reputation and/or to misuse the mechanism of whistleblowers system and disciplinary action could be taken against me or any other employee involved in the same.

Signature :

Name :

Date :



**WHISTLEBLOWING FORM FOR REPORT OF IMPROPER CONDUCT
BINTULU PORT HOLDINGS BERHAD**

FOR OFFICE USE ONLY	
Received by	
Date and Time received	
Appointed Officer Assigned for this report	
Screening and assessment conducted on/by	
Outcome of screening and assessment	
Investigation Required (Yes / No) (If No, please state the reason)	
Investigation Result	
Action Taken/ Conclusion	
Case Status (Active/Closed)	
Signed Off By	

COPIES FOR RETENTION:-

Original Form – Head, Group Internal Audit of Bintulu Port Holdings retention
Duplicate Form – Whistleblowers retention