

RICHTECH DIGITAL BERHAD
[REGISTRATION NO. 202301037196 (1531119-U)]

WHISTLE-BLOWING POLICY

1. BACKGROUND

Richtech Digital Berhad (“**Company**”) and its group of subsidiaries (“**the Group**”) is committed to promoting and maintaining high standards of transparency, accountability, ethics and integrity in the conduct of its business and operations. It aspires to conduct its affairs in an ethical, responsible and transparent manner.

Accordingly, the Board of the Company has established this Whistle-blowing Policy to provide an avenue for all employees (“**Employees**”) and members of the public to voice or raise genuine concerns in a responsible and appropriate manner. The Audit & Risk Committee of the Company has overall responsibility for this Policy and shall oversee the implementation of this Policy.

2. OBJECTIVE OF THE POLICY

This Whistle-Blowing Policy (this “**Policy**”) is formulated to enable the reporting of genuine concerns about any actual or possible improprieties at the earliest opportunity so that appropriate actions can be taken to address or mitigate such concerns.

This Policy is designed to:

- (a) promote and maintain high transparency and accountability in the workplace;
- (b) promote good corporate governance practices in the workplace;
- (c) encourage Employees and other relevant stakeholders to report perceived unethical or illegal conduct across the Group through a confidential channel without any fear of harassment, intimidation, victimization or reprisals of anyone for raising concerns under this Policy;
- (d) protect a whistleblower from reprisal as consequence of making a disclosure;
- (e) provide a transparent and confidential process for dealing with concerns;
- (f) protect the long term reputation of the Group;
- (g) support the Company and the Group’s values; and
- (h) maintain a healthy working culture and an efficient corporation.

3. SCOPE OF POLICY

This Policy applies to all Employees, third parties of the Group, and the general public, who has become aware of or genuinely suspects on a reasonable belief that a person associated with the Group, including a Director, Employee, and a third party who has a business relationship with the Group, has engaged, is engaged or is preparing to engage in any improper conduct or wrongdoing. This policy shall exclude any issues, complaints or concerns regarding i) matters pending determination or which have been determined through any tribunal or authority or court, arbitration or similar proceedings or ii) disclosure specifically prohibited by any written law.

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A person who has made a report via this Policy is hereinafter referred to as a “**Whistleblower**”.

Such improper conduct or wrongdoing (“**Wrongdoing**”) may include, without limitation, the following:

- (a) fraud or deliberate error in the preparation, evaluation, review or audit of any financial statements of the Group;
- (b) fraud or deliberate error in the recording and maintaining of financial records of the Group;
- (c) corruption, bribery and blackmail;
- (d) acceptance of gifts or favour beyond the threshold allowed by the Group;
- (e) misuse or misappropriation of the Group’s funds or assets;
- (f) abuse of power;
- (g) action causing injury, loss or damage;
- (h) negligence in carrying out work obligations;
- (i) conflict of interest without disclosure;
- (j) criminal breach of trust;
- (k) illegal or criminal offence;
- (l) actor omission which endangerment of employees’ or public health and safety;
- (m) deficiencies in or non-compliance with the Group’s internal controls;
- (n) misrepresentation or false statement to or by a senior officer or accountant regarding a matter contained in the financial records, financial reports or audit reports of the Group;
- (o) deviation from full and fair reporting of the Group’s financial condition;
- (p) deliberate concealment of any of the above matters or wrongdoing;
- (q) non-compliance with the laws, regulations, regulatory requirement etc. or any act against the Group’s interests);
- (r) breach of code of ethics of the Group (including sexual, physical or other abuse of human rights); and
- (s) concealment of any, or a combination, of the above.

Whenever possible, any concerns should be raised and dealt with through the normal reporting lines and procedures in the Group. However, where it is believed that the concern cannot be resolved through normal reporting lines and procedures, or implicates senior levels of management within the Group, or the Employee’s employment or even safety or security may be jeopardised by raising the concern, then the concern can be raised through the channel provided in this Policy.

4. REPORTING IN GOOD FAITH

The Group expects a Whistleblower to report genuine concerns in good faith and have reasonable grounds when making a whistle-blowing report (“**Complaint**”). In general, a Whistleblower may report a Complaint in writing, electronically, or in person.

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This Policy provides assurance that no action shall be taken against the employee whistleblower as provided under section 587 of the Companies Act 2016 and section 7 of the Whistleblower Protection Act 2010 respectively. An Employee who whistle-blow internally shall be protected against reprisals or retaliation and immunity from disciplinary action from the his/her immediate superior or department/division head or any other person exercising power or authority over the whistle-blower in his/her employment, provided that:

- (a) only genuine concerns are reported with a reasonable belief that the information and any allegation in it are substantially true, and the whistleblower does not provide false or misleading information knowingly, negligently or recklessly in the report;
- (b) the report is not made with malicious or ill will; and
- (c) The report is not made for personal gain or agenda.

To assist the Group in the response to or investigation of a Complaint, the Complaint should contain as much specific, factual information as possible to allow for proper assessment of the nature, extent and urgency of the matter that is the subject of the Complaint, including, without limitation and to the extent possible, the following information:

- (a) his/her name, designation, current address and contact numbers;
- (b) basis or reasons for his/her concerns, for instance, its nature, the date, time, and place of its occurrence and the identity of the alleged wrongdoer;
- (c) particulars of witnesses, if any; and
- (d) particulars or the production of documentary evidence, if any.

The Whistleblower may be asked to provide further clarification and information from time to time, for example, if an investigation is conducted.

All information received will be treated with strictest confidentiality.

Should you wish to do so, Whistleblower may use our Whistleblower Form as set out in “**Appendix A**” to provide the details required.

The Whistleblower is encouraged to disclose his or her name and contact method to enable contact for obtaining further understanding and information relating to the Complaint where necessary. Anonymous reporting is not prohibited. Nevertheless, the extent to which a Complaint can be investigated may be limited to the information provided.

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5. WHISTLE-BLOWING CHANNELS

5.1 For Employees to make reports

- (a) Any concern should be reported to the immediate supervisor. However, if it is not possible or appropriate to do so, the concern should then be reported to an independent individual in the Company who is not subject to undue influence or pressure by management. Individuals who may be considered appropriate (“**Designated Party**”) include:
 - (i) member or Chairperson of the Audit & Risk Committee;
 - (ii) senior independent director, if any (usually for complaints relating to directors and other senior management positions);
 - (iv) head of a dedicated department that handles investigations of misconduct or any other related matters and has a direct reporting line to independent directors.
- (b) Upon receipt of the concern, the Designated Party shall set up an investigating team to conduct investigation on the issue/concern raised.
- (c) The findings and recommendations of the investigation shall be reported to the Audit & Risk Committee.
- (d) Actions mandated shall be carried out accordingly.
- (e) If the Whistleblower is not satisfied with the way the concern and/or matter is dealt with, Whistleblower can escalate the report directly to the Audit & Risk Committee Chairperson. The Audit & Risk Committee will deliberate the matter reported and decide on the appropriate action.
- (f) Where the whistle blowing report involves a breach of statutory provisions, an official report should also be made to the relevant regulatory authorities, upon consultation with the Designated Party within the Company and its subsidiaries.

5.2 For stakeholders to make reports

Stakeholders, who have suspected fraud, misconduct or any integrity concerns, can be submit and/or made in writing, orally or via electronic mail to the Chairperson of the Audit & Risk Committee, who is designated by the Audit & Risk Committee to handle whistle-blowing matters, via the following channels:

- (a) by mail in a properly sealed envelope and indicated “Strictly Confidential – To Be Opened by Addressee Only” and addressed to:-

RICHTECH DIGITAL BERHAD
818, 8TH FLOOR,
BLOCK A, KELANA CENTRE POINT

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Jalan SS 7/19, 47301 Petaling Jaya, Selangor

Attn: Chairperson of the Audit & Risk Committee

(b) by email to:

whistleblowing@richtech.my

Upon receipt of a Complaint, the Chairperson of the Audit & Risk Committee will record the Complaint and acknowledge receipt of the Complaint to the Whistleblower.

The Chairperson of the Audit & Risk Committee should be raised and dealt with the Complaint in accordance to the procedures set out in (b) to (f) under Paragraph 5.1 of this Policy.

6. CONFIDENTIALITY AND PROTECTION TO WHISTLEBLOWER

This policy provides assurance that the Whistleblower, if an employee of the Company and its subsidiaries, shall be protected against reprisals or retaliation, and immunity from disciplinary action from the Whistleblower's immediate supervisor or department/division head or any other person exercising power or authority over the Whistleblower in his/her employment, provided that:-

- (a) only genuine concerns are reported, and the report is made in good faith with a reasonable belief that the information and any allegation in it are substantially true, and the Whistleblower does not provide false or misleading information knowingly, negligently or recklessly in the report;
- (b) the disclosure is not made with malicious intent or ill will;
- (c) the disclosure is not frivolous or vexatious; and
- (d) the report is not made for personal gain or agenda.

The Designated Party and the Chairperson of Audit & Risk Committee shall maintain the confidentiality of the Complaint and the identity of the Whistleblower to the fullest extent reasonably practicable within the legitimate needs of law and only be revealed to those handling the Complaint, including investigation and deliberation, strictly on a "need-to-know" basis.

The identity of the Whistleblower shall remain confidential unless consent is obtained from the Whistleblower or otherwise required by law. Notwithstanding, the identity of a Whistleblower might become known for reasons outside the control of the Group. The confidentiality of the identity of the Whistleblower is subjected to such limitations.

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The identity of other persons subject to, or participating in, any inquiry or investigation relating to a Complaint shall also be maintained in confidence subject to the same limitations.

A Whistleblower who reports a Complaint in good faith shall be protected from any reprisal by the Group or its personnel as a direct consequence of the disclosure. Reprisal includes discharge, termination, demotion, suspension, threatening, harassment, or a discrimination or retaliation against any persons in relation to the terms and conditions of business relationships such as employment or contract.

The Whistleblower will be protected under the Whistleblower Protection Act 2010 if he or she makes a disclosure in good faith to an enforcement agency.

If a whistleblower reasonably believes that he or she is being subjected to reprisal, including harassment and victimization, as a consequence of whistle-blowing, he or she may consult or report to the Audit & Risk Committee via email to:

<EMAIL ADDRESS OF AUDIT & RISK COMMITTEE –whistleblowing@richtech.my >

7. NOTIFICATION

Upon the completion of the investigation and deliberation of the Complaint, the Whistleblower will be notified on the outcome of the investigation, where reasonably practicable.

8. CONSEQUENCES OF WRONGDOING OR WRONGFUL DISCLOSURE

If the Whistleblower has, or is found to have

- (a) committed a wrongdoing;
- (b) taken serious risks which would likely cause a wrongdoing to be committed;
- (c) made a disclosure not in accordance with the requirements of this Policy (for example, dishonest, mischievous or malicious complaints); or
- (d) participated or assisted in any process pursuant to this Policy otherwise than in good faith.

The corrective actions to be taken against whistleblower will be determined by the Managing Director (“MD”), or, if so delegated by the MD, the senior management, which may include, disciplinary measure, formal warning or reprimand, demotion, suspension or termination of employment or services or other forms of punishment.

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9. REPORTING AND RETENTION OF COMPLAINTS AND INVESTIGATIONS

The Chair of the Audit & Risk Committee will maintain a log of all Complaints, tracking their receipt, investigation and resolution and shall prepare a periodic summary thereof for the Audit & Risk Committee, at least on an annual basis, taking into consideration the protection of confidentiality especially of the identifies of Whistleblowers. Copies of Complaints and such log will be maintained in accordance with the Group's document retention policy.

10. WHISTLEBLOWER PROCEDURES DIFFERENT FROM GRIEVANCE PROCEDURES

Typically, whistleblowing does not affect the complainant personally. They are therefore different from a normal grievance or compliant in which the complainant is personally affected. If employee is the victim of an Improper Conduct, the complaint shall be channeled through the grievance procedure so that the appropriate action may be taken and any restitution be made (if applicable).

11. REVIEW OF THIS POLICY

The Board shall review and assess the relevance and effectiveness of this Policy periodically to assess their effectiveness, and in any event, at least once every 3 year pursuant to the ACE Market Listing Requirement of Bursa Malaysia Securities Berhad, the Board deem necessary and/or require to ensure its relevance and effectiveness in keeping with the Group's changing business environment, administrative or operational needs as well as changes to legislations.

12. REVISION OF THIS POLICY

The provisions of this Policy can be amended and supplemented from time to time by a resolution of the Board.

-END-

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Annexure A

WHSTLEBLOWING REPORT FORM

Please provide the following details for any genuine concerns about possible improprieties or other malpractices. Kindly take note that you may be called upon to assist in the investigation, if so required.

Note: Please follow the guidelines and procedures as laid out in the Whistleblowing Policy of the Company

REPORTER'S CONTACT INFORMATION <i>(This section may be left blank if the reporter wishes to remain anonymous)</i>	
NAME	
DESIGNATION	
DEPARTMENT/AGENCY	
CONTACT NUMBER*	
E-MAIL ADDRESS *	
SUSPECT'S INFORMATION	
NAME *	
DESIGNATION	
DEPARTMENT/AGENCY	
CONTACT NUMBER	
E-MAIL ADDRESS *	
WITNESSES' INFORMATION (if any)	
NAME *	
DESIGNATION	
DEPARTMENT/AGENCY	
CONTACT NUMBER	
E-MAIL ADDRESS *	
COMPLAINT <i>(Briefly describe the misconduct / improper activity and how you know about it. Specify what, who, when, where and how. If there is more than one allegation, number each allegation and use as many pages as necessary.)</i>	
1. What misconduct / improper activity occurred?*	
2. Who committed the misconduct / improper activity/malpractice?*	
3. When did it happen and when did you notice it?*	
4. Where did it happen?*	
5. Is there any evidence that you could provide us?	

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6. Are there any other parties involved other than the suspect stated above?	
7. Do you have any other details or information which may assist us in the investigation?	
8. Any other comments?	
Signature:	Date:

Remark:

() Mandatory information to be completed.*