

ASTRO MALAYSIA HOLDINGS BERHAD

Incorporated in Malaysia
(Company No. 201101004392 (932533-V))



WHISTLEBLOWING POLICY & PROCEDURES

As at 25 March 2020

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WHISTLEBLOWING POLICY & PROCEDURES

1. INTRODUCTION

- 1.1 This Whistleblowing Policy & Procedures (“Policy”) is designed to provide a formal, confidential channel for escalation of report made by employees as part of the Group’s commitment to effective risk management and high standards of governance and accountability.
- 1.2 This Policy has been developed in line with the Audit & Risk Committee (“ARC”) Charter which provides that the ARC is responsible for reviewing the Policy & Procedures that the Group has implemented to address reports made by employees. This is to ensure that proportionate and independent investigation of such reports are conducted and appropriate follow-up action is taken and brought to the attention of the ARC, where necessary.

2. OBJECTIVES

- 2.1 The objectives of this Policy are as follows:
- a) Provide employees with proper procedures in disclosing cases of Improper Conduct;
 - b) Manage report of Improper Conduct (as defined in 5.2) in an appropriate and timely manner
 - c) Provide protection to Whistle-blowers from unfair dismissal, victimization, demotion, suspension, intimidation or harassment, discrimination, any action causing injury, loss or damage or any other retaliatory actions (“**Detrimental Action**”) by the Company.
 - d) Detrimental Action that may result from the report of Improper Conduct; and
 - e) Provide fair treatment to both the Whistle-blower and the alleged wrongdoer when a report of Improper Conduct is made.
 - f) To allow anyone to clarify policies and to receive guidance about how to handle sensitive situations.

3. SCOPE

- 3.1 This policy applies to:
- a) all employees irrespective of the terms of their letters of appointment, contracts of employment, grade, job descriptions or length of service; and
 - b) all Third Parties such as vendors, contractors and sub-contractors, consultant, agents, representatives and other intermediaries who are performing work or services, for and on behalf of Astro (“**Third Parties**”).
- 3.2 This Policy covers all reports made against any employee or Third Parties that has committed an Improper Conduct.
- 3.3 A report of Improper Conduct may be made by
- a) Any employee who has knowledge of an Improper Conduct committed by another employee or Third Party; or
 - b) Any external party that has knowledge of an Improper Conduct committed by an employee or Third Party.

4. OVERSIGHT AND OWNERSHIP OF POLICY

- 4.1 The ARC has overall responsibility for this Policy and shall oversee the implementation of this Policy.
- 4.2 The ARC has delegated day to day responsibility for the administration and implementation of the Policy to the Head of Corporate Assurance.
- 4.3 The owner of this document is Head of Corporate Assurance who shall be responsible for incorporating any amendments and updates into this document, obtaining approval of the ARC for the amendments/updates.

5. IMPROPER CONDUCT

- 5.1 A Whistleblower may make a report of any Improper Conduct which he reasonably believes is current, has already occurred, or is likely to occur¹.
- 5.2 “Improper Conduct” means any conduct which, if proved, constitutes a disciplinary offence or criminal offence”. This includes the following:
 - a) commission of a criminal offence
 - b) breach of the Group’s core values or key principles such as those outlined in the Code of Business Ethics
 - c) non-compliance of the AACF and relevant policies/SOP/guidelines including, but not limited to, facilitation payment, gifts, hospitality, sponsorship, charitable and political contributions.
 - d) breach of any statutory requirements or failure to comply with a legal obligation
 - e) financial irregularity
 - f) endangering health and safety or the environment
 - g) unethical behaviour
 - h) deliberate failure to conduct business and operations in the Group or on behalf of the Group in a manner that results in the assets of the Group being at risk
 - i) deliberate concealment of information on any of the above matters.
 - j) Any other action that would cause significant harm to the Company or to any person(s).

The above examples are not intended to be exhaustive.

6. LOGGING A REPORT OF IMPROPER CONDUCT

- 6.1 Employees and Third Parties are advised and urged to report an Improper Conduct as soon as he/she discovers the commission or an intended commission of an Improper Conduct or if he/she is instructed to participate in any Improper Conduct to the Whistleblowing Line via the following channels:
 - (a) Whistleblowing Line: SMS or call 019-6002258.
* *The Whistleblowing Line will be manned during office hours from 9.00 am to 6.00 pm.*
 - (b) Email to whistleblowingline@astro.com.my

¹ Due to the nature of such concerns, usage of the Open Door Policy is generally inappropriate and therefore a special procedure for the escalation of Disclosures is required to ensure that such issues are dealt with independently, fairly and without victimisation.

(c) Letters/documents to be addressed to:

Audit & Risk Committee Chairman
c/o Corporate Secretarial Department
All Asia Broadcast Centre
Technology Park Malaysia
Lebuhraya Puchong - Sungai Besi,
Bukit Jalil 57000 Kuala Lumpur, Malaysia

Vice President, Group Corporate Assurance
Corporate Assurance Division
Level 1, Astro Group Services Sdn
Bhd All Asia Broadcast Centre
Technology Park Malaysia Lebuhraya
Puchong - Sungai Besi,
Bukit Jalil 57000 Kuala Lumpur, Malaysia

6.2 The Whistleblowing Line will be managed by the Vice President, Group Corporate Assurance who will also assume primary responsibility for the investigation and reporting of Improper Conduct. Investigation and reporting of non-compliance of the AACF and its relevant policies/SOP/guidelines will be conducted with the support of the Compliance Unit. All Improper Conduct report received via the Whistleblowing Line, investigation findings and recommendations shall be reported to the Chairman of the ARC on a quarterly basis, or more frequently where necessary. In addition, where the matter relates to non-compliance of AACF, such reports, investigation findings and recommendations shall be forwarded to the Compliance Unit and the Board of Directors to ensure that appropriate action is taken against those who breach anti-corruption laws. In respect of Improper Conduct report where an investigation is not conducted, a summary of such reports including the reasons for not conducting an investigation shall also be reported to the Chairman of the ARC for his information and further deliberation and action if required. All Improper Conduct report are to be investigated and escalated within a reasonable time frame. The complaints and investigations process is set out in the flow chart below.



- 6.3 Improper Conduct reports are primarily to be addressed via the Whistleblowing Line. However, for Improper Conduct report concerning the Chairman of the ARC or Vice President, Group Corporate Assurance, the report shall be escalated to the Chairman of the Board and Group Chief Executive Officer at the following address.

Chairman of the Board/Group Chief Executive Officer
Astro Malaysia Holdings Berhad
All Asia Broadcast Centre, Technology Park Malaysia
Lebuhraya Puchong - Sungai Besi, Bukit Jalil
57000 Kuala Lumpur, Malaysia

- 6.4 All AACF related documentation (i.e. records of complaints, investigation findings etc) will be furnished to the IT Department every quarter for record keeping purposes.

7. ANONYMOUS REPORTS

- 7.1 An employee is encouraged to submit a confidential report of Improper Conduct in writing using the form appended to this Policy as **Appendix A**. The report must provide full details of the Improper Conduct and, where possible, supporting evidence.
- 7.2 Anonymous reports are not encouraged as any follow up to ascertain the facts or to obtain further information for investigation purposes would be very difficult.
- 7.3 Although the Company is not expected to address any anonymous allegations, the Company may, however, consider investigating an anonymous allegation after having considered the following:
- a) the seriousness of the concern;
 - b) the credibility of the concern; and
 - c) the likelihood of confirming the concern from credible sources.
- 7.4 The Company reserves its right to investigate into any Improper Conduct report at its sole discretion

8. REQUIREMENT OF GOOD FAITH

- 8.1 Since an allegation of Improper Conduct may result in serious personal repercussions for the person that has allegedly committed an Improper Conduct, any employee who intends to lodge any report of Improper Conduct shall ensure that the report of Improper Conduct is made in good faith, for the best interest of the Company and not for personal gain or motivation.
- 8.2 The element of good faith shall be deemed to be lacking when:
- d) The person does not have personal knowledge or a factual basis for the Report of Improper Conduct.
 - e) Whether the person knew or reasonably should have known that the report or any of its contents are false; or
 - f) There are any other circumstances that indicate that the report has been made with malicious intent, ulterior motive or for personal gain.
- 8.3 Any person that has not acted in good faith shall not be entitled to any protection under this Policy and will be subject to disciplinary action.

9. PROTECTION AGAINST DETRIMENTAL ACTION

- 9.1 Any employee or Third Party who makes a report of Improper Conduct in good faith shall not be subjected to Detrimental Action by the Company.
- 9.2 Any report of Improper Conduct made in good faith, even if it is not subsequently confirmed by an investigation shall be eligible for protection under this Policy.
- 9.3 An employee who takes any Detrimental Action against any employee or Third Party who has made a report of Improper Conduct in good faith shall be subject to disciplinary action.

10. CONFIDENTIALITY

- 10.1 All Improper Conduct Report will be treated as confidential and sensitive and all reasonable efforts shall be made to maintain the confidentiality of the information, in particular, the identity of the Whistleblower.
- 10.2 If a situation arises where it will be necessary to disclose the identity of the Whistleblower, the Vice President of Corporate Assurance shall inform the Whistleblower that his/her identity is likely to be disclosed and to obtain his/her consent and if the investigation can be further pursued.
- 10.3 Any person who obtains any confidential information in the course of any investigation shall not disclose any confidential or any part thereof.
- 10.4 Anonymity however cannot be respected if the identity of the Whistleblower is required by law to be disclosed.

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**APPENDIX A
 IMPROPER CONDUCT REPORT FORM**

A. PERSONAL PARTICULARS OF WHISTLEBLOWER					
1.	Name:				
2.	Staff No.:				
3.	<table style="width: 100%; border: none;"> <tr> <td style="width: 40%; border: none;">Telephone No:</td> <td style="border: none;">Office:</td> </tr> <tr> <td style="border: none;"></td> <td style="border: none;">Mobile:</td> </tr> </table>	Telephone No:	Office:		Mobile:
Telephone No:	Office:				
	Mobile:				
4.	Email address:				
5.	Position:				
B INFORMATION OF AMH EMPLOYEE(S) INVOLVED IN IMPROPER CONDUCT					
1	Individual 1				
	Name of Employee:				
	Designation / position:				
2	Individual 2				
	Name of Employee:				
	Designation / position:				
3	Individual 3				
	Name of Employee:				
	Designation / position:				
C DETAILS OF IMPROPER CONDUCT					
	<p><i>*Please submit supporting documents, if available</i></p> <p><i>* Attach additional sheets or other documents, if necessary.</i></p>				
D. DECLARATION					
	I declare that all information provided in this Form is true, correct and complete to the best of my knowledge.				
<p>Signature:</p> <p>Name:</p> <p>Date:</p>					

