



DIGI

Whistleblowing Policy



POLICY
Whistleblowing

Valid from: 2020.06.01

Page **3** of **11**

Policy Owner:
Approver:

Digi Head of Compliance & Labour Law
BOD

1. INTRODUCTION

- 1.1 **Digi Telecommunications Sdn Bhd ("Digi")** 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, Digi's Whistleblowing Policy reinforces the value Digi places on its employees to be honest, disciplined and respected members of their individual professions and functions within Digi. It provides a method of properly addressing legitimate reports of misconduct in employment, alleged bribery or corruption within Digi or other acts of misconduct.
- 1.2 Whistleblowing is a form of disclosure involving a person, i.e. the whistleblower, who raises serious 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 ("**Policy**") is to outline a formal and confidential way in which all employees of Digi can express their concerns on any form of wrongful activities at an early stage and through appropriate channels.
- 1.4 Digi 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 of Digi's policies including Digi's Anti- Corruption Policy.

2. SCOPE

- 2.1 This Policy applies to all individuals under the employment of Digi at all levels, whether permanent, fixed-term or temporary, and wherever located including the management of Digi, collectively referred to as ("**Employee(s)**").
- 2.2 Although this Policy is specifically written for Digi's Employees and the management of Digi, Digi expects and encourages that all and any Third Party including any other third-party performing work or services for or on behalf of Digi to make use of this Policy in the event there is a suspected misconduct that should be reported.



POLICY Whistleblowing

Valid from: 2020.06.01

Page **4** of **11**

- 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 Digi nor should it be used as a reporting channel for grievances that should be dealt with by Human Resources.

3. DEFINITIONS

- 3.1 The following definitions shall apply in this Policy:

"Compliance Function"	means the Compliance Department in Digi.
"Confidential Information"	<p>means any information that is confidential in nature or sensitive and/or not generally available to the public and in this Policy includes:</p> <ul style="list-style-type: none">(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.
"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 Digi'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 Digi'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,



POLICY
Whistleblowing

Valid from: 2020.06.01

Page **5** of **11**

	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 Digi.

4. MISCONDUCT

4.1 A Misconduct by an Employee may occur in the course of Digi's business or affairs or at any location which is related to Digi's business. A Misconduct may also occur in any activity or event relating to Digi, or in any other events in which Digi 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) acceptance, involvement or solicitation of a bribe, or a favour in exchange for direct or indirect personal benefits;
- (c) acceptance, involvement or solicitation of a bribe, or a favour in exchange for benefits to Digi;
- (d) act of theft and/or involvement in fraud;
- (e) an infringement of any of Digi'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 Personnel;
- (i) a substantial mismanagement of Digi's resources;
- (j) situations within Digi'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 Digi 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 Digi's business reputation at risk or cause Digi 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 Digi Employee's Handbook or Digi's Code of Conduct or



POLICY
Whistleblowing

Valid from: 2020.06.01

Page **6** of **11**

seek advice from their immediate supervisor or Digi's Human Resource Division and/or Digi's Compliance Function.

5. REQUIREMENT FOR REPORTING OF MISCONDUCT

- 5.1 All Employees are expected to notify their immediate supervisor or Digi's Compliance Function promptly of any possible Misconduct. Reporting a Misconduct or suspicion of Misconduct is in the interest of Digi and is an expected behavior from all Employees and others acting on behalf of Digi.
- 5.2 Failure of an Employee to report is a violation of Digi's Code of Conduct and Digi's Anti-Corruption Policy, which may warrant a disciplinary action.
- 5.3 Under this Policy, Third Party or any external parties may also report suspected violations by Digi's Employee or those acting on behalf of Digi.
- 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, Digi 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 Digi 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



POLICY
Whistleblowing

Valid from: 2020.06.01

Page **7** of **11**

- (d) there are any other circumstances that indicate that the report has been made with malicious intent, ulterior motive or for personal gain.

- 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 Digi.
- 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 of committing such Detrimental Action to the CEO of Digi.
- 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 by Digi.

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.



POLICY Whistleblowing

Valid from: 2020.06.01

Page **8** of **11**

- 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 endeavor 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 Digi's trade secrets and other confidential information.

9. WHEN PROTECTION MAY NOT BE GIVEN

- 9.1 An Employee of Digi 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, Digi 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.



POLICY
Whistleblowing

Valid from: 2020.06.01

Page **9** of **11**

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 Digi's Compliance Function or the integrity hotline. The Employee may also lodge the report anonymously by using the integrity hotline (<https://secure.ethicspoint.eu/domain/media/en/gui/102575/index.html>). The Integrity Hotline is operated by Navex Global, an independent platform which is able to receive reports either anonymously or not which will then send the report to Digi's Internal Audit Function to investigate the matter.
- 11.2 Third Party and any other external party shall also use Digi's Integrity Hotline (<https://secure.ethicspoint.eu/domain/media/en/gui/102575/index.html>) to report any Misconduct in Digi.
- 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 Digi'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 other pertinent information (who, what, when, where and how).

12. INVESTIGATION PROCESS

- 12.1 Upon receiving a Misconduct report, the report is reviewed by Digi Internal Audit & Investigation Department depending on the category and severity of the Misconduct. Digi Internal Audit & Investigation Department or the Compliance Function will govern a case subject to the internal categorization of the said case. In cases which present serious allegations or concerns, Digi Internal Audit & Investigation Department will undertake an independent investigation to clarify relevant facts. All functions are required to maintain strict standards of information privacy in order to ensure the integrity of the process.



POLICY
Whistleblowing

Valid from: 2020.06.01

Page **10** of **11**

13. FINDINGS OF INVESTIGATION

- 13.1 Upon the conclusion of the investigation, the findings are reported and recorded in writing by Digi Internal Audit & Investigation Department or the Compliance Function (depending on the classification of the misconduct). The Compliance Function then recommends the appropriate disciplinary action to be taken against the Employee guilty of the Misconduct and suggests further recommendations to mitigate the risk of recurrence of such Misconduct..

14. DECISION

- 14.1 All findings of the investigations pertaining to Misconduct shall be submitted to Digi's CEO to review and decide on disciplinary and corrective action to be taken, if any based on the recommendations of the Compliance Function.
- 14.2 All findings pertaining to Misconduct shall be kept by Digi. Subject to any prohibition in law or any legal obligations, the Compliance Function shall inform the Whistleblower that the investigation has been completed. It is at the discretion of the Compliance Function to disclose to the Whistleblower on the findings and outcome of the investigation.

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 a 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

- Digi Business Partner Compliance Management Policy and Manual
- Code of Conduct
- Digi Whistleblowing Policy
- Digi Sponsorship, Donations and/or other Contributions Manual



Reference no: Digi/CEO Office/Whistleblowing/V2.0/2020

POLICY
Whistleblowing

Valid from: 2020.06.01

Page **11** of **11**

- Digi Accounting and Financial Reporting Policy
- Digi Information Management Policy and Manual