



Whistleblowing Policy

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Managing Director (MD)

Effective Date: 01/10/2022

SMX GLOBAL – WHISTLEBLOWING POLICY

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1. INTRODUCTION AND PURPOSES

- 1.1 SMX GLOBAL SDN BHD and its subsidiary, associated, related and affiliated companies (collectively “**SMX GLOBAL**”, “**Group**”, “**we**”, “**us**” or “**our**”) take pride in our reputation and our commitment to always putting integrity, impartiality and accountability first. All our employees play a part in maintaining this reputation and continuing to uphold the Group’s success.
- 1.2 In line with this commitment and as part of good corporate governance, we have established this Whistleblowing Policy and Procedures (“**Policy**”) to:
- (a) provide an avenue for our whistleblowers to disclose on a confidential basis any improper conduct that may be illegal, unethical, corrupt or otherwise cause damage to the Group’s reputation.
 - (b) facilitate investigation of such reports by us; and
 - (c) provide protection against reprisal to whistleblowers who reported in good faith.

2. SCOPE AND APPLICABILITY

- 2.1 This Policy applies to the following persons:
- (a) Our employees include all individuals working at all levels and grades, including senior manager, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, home-workers, casual workers and agency staff, volunteers, interns, agents sponsors, or any other person associated with us, spouse or family members or any of our subsidiaries or joint ventures or their employees, wherever they are located;
 - (b) our agents, business associates, vendors, consultants, contractor, customers, distributors, joint venture partners, sponsors, suppliers, volunteers, the government, public bodies, any third-party and any other person associated with our Group; and
 - (c) members of the public
- 2.2 All employees must read and understand the Policy.
- 2.5.1 In the event of any discrepancy, contradiction, and/or differences between any part of this Policy and that of any current policies adopted by SMX GLOBAL or other legislations, the portion of the relevant policy or legislation which imposes a higher standard shall apply and supersede the other.

3. WHAT IS WHISTLEBLOWING

- 3.1 Whistleblowing is the voluntary disclosure of inappropriate, unethical or unlawful behaviour and practices by our employees (“**Improper Conduct**”). The following are generally accepted as improper and reportable conduct for whistleblowing, of which the list is not exhaustive:
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- (a) any unlawful or illegal activities, whether criminal or breach in civil law;
- (b) breach of policies and/or procedures;
- (c) fraud, theft, embezzlement or dishonesty;
- (d) corruption/bribery;
- (e) bullying and harassment;
- (f) actions which can cause physical danger/harm to another person and/or can give rise to risk of damage to properties/assets;
- (g) forgery or alteration of any documents;
- (h) poor or unethical sales practices, including mis-selling;
- (i) profiteering as a result of insider knowledge;
- (j) gross mismanagement or dereliction of duties;
- (k) conflict of interest;
- (l) misuse of position or information; and
- (m) any other similar or related irregularities.

4. REPORTING IMPROPER CONDUCT

- 4.1 Everyone has a right to whistleblow any known or suspected Improper Conduct, Reporting concerns can help the us improve processes and solve problems quickly. Such individual is referred to as **“whistleblower”**.
- 4.2 The whistleblower must ensure that:
- (a) he makes the disclosure in good faith and free from malicious intent;
 - (b) he reasonably believes that the information and allegations are substantially true;
 - (c) he is not acting for personal gain and if the case involves the whistleblower’s personal interests, it must be informed at the outset.
- 4.3 As soon as a whistleblower becomes aware and reasonably believes in good faith that an Improper Conduct is likely to happen, is being committed or has been committed, the whistleblower is encouraged to make a report of the Improper Conduct. The whistleblower needs to demonstrate that the whistleblower has reasonable
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grounds for the concerns. However, the whistleblower is not expected to first obtain substantial evidence of proof beyond reasonable doubt when making a disclosure. If the whistleblower knows as a matter of fact that there are reasonable grounds of suspicion that a Improper Conduct is going to take place, such genuine concerns is encouraged to be raised at an early stage.

4.4 Any disclosure can be made to any of the following dedicated reporting channels:

(a) Complete the Whistleblowing Form attached in Appendix 1 *(where possible)* and then email to whistleblower@smx-global.com or send it via a sealed envelope marked “Strictly Private & Confidential to our SMX Global Human Resource Manager, address at *[M-3-10 & M-3-12, Block M, 50480 Kuala Lumpur, Malaysia]*”; or

(b) Online Whistleblowing Form , QR Code :



4.5 The whistleblower is encouraged to provide their identities or contact details to facilitate us to clarify or obtain further information for purposes of further investigation into the Improper Conduct. Any person who elects to remain anonymous is advised that no whistleblower protection will be accorded and our ability to investigate the Improper Conduct is limited to the extent of the contents of the report received by us.

4.6 A whistleblower who wishes to withdraw his report is required to write to hr@smx-global.com together with supporting reason(s) for the withdrawal. Notwithstanding such withdrawal, we reserve the right to proceed with investigation on the matters arising from the report.

5. INVESTIGATION

5.1 A prescribed officer that will be reporting directly to our managing director, will assess the report to determine whether it is related to Improper Conduct or excluded from the scope of this Policy and shall make general recommendations to our managing director.

5.2 The managing director may appoint any person, from the Group or external party, to conduct any investigation or to carry out any other process pursuant to this Policy (for instance, any meeting or an internal audit).

5.3 The managing director has the authority to make the final decisions including, but not limited to, any of the following:

- (a) rejection of the report;
 - (b) directing the concerns or any part thereof for consideration under other internal procedures or disciplinary procedures, if appropriate and applicable;
 - (c) resolution without recourse to an investigation;
 - (d) directing investigations on the report and any persons involved or implicated;
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- (e) suspending the alleged wrongdoer or any other implicated person from work to facilitate any fact finding or to avoid any employee's exposure to threat or harm;
- (f) obtaining any other assistance (for instance, external auditors or legal advice); and
- (g) referral to the police or any other appropriate enforcement authority.

5.4 It is intended that the disclosures by the whistleblower will be acted upon in a timely manner. The whistleblower and the alleged wrongdoer are expected to give their full cooperation in any investigation or any other process carried out pursuant to this Policy. They may be asked to attend a meeting to discuss the allegations and must take all reasonable steps to attend the meeting. The alleged wrongdoer will be given an opportunity to answer the allegations at the meeting.

5.5 If the whistleblower is implicated or discovered to be or have been involved in any wrongdoing, the Whistleblower may also be investigated so as to complete the fact-finding process. An investigation in this instance is not and shall not be treated as a reprisal against the Whistleblower, but to facilitate decision making.

5.6 The whistleblower will be informed by the designated officer, of the outcome of any investigation or action or decision taken, if any, as soon as practicable.

6. PROTECTION OF WHISTLEBLOWER

6.1 The Group will ensure that whistleblower is not disadvantaged in any way for raising genuine concerns about known or suspected Improper Conduct

6.2 A whistleblower will be protected from harassment, retaliation, victimisation and recrimination, where they make a report in good faith and where it can be demonstrated that there are reasonable grounds for the belief that Improper Conduct has occurred.

6.3 We also commit to ensure that all disclosed information, including the identity of the whistleblower shall be treated with strict confidentiality. All personnel, directly or indirectly working on a whistleblowing case, shall strictly protect the identity of the whistleblower and witnesses from unauthorized disclosure before, during and after an investigation. However, there may be certain circumstances where the identity of the whistleblower may need to be revealed on a need-to-know basis (e.g. requirement to testify in court). If such a situation arises, the Group shall discuss and seek consent with the whistleblower first before proceeding with the case.

7. EXCLUSION FROM PROTECTION

7.1 Whistleblowers are also reminded that there may be instances wherein their protection would be revoked or excluded. The whistleblower protection does not extend to the following disclosures and will be revoked by us:

- (a) where the disclosures of Improper Conduct which are –
 - (i) done in bad faith
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- (ii) frivolous or vexatious;
 - (iii) known to the whistleblower to be false or untrue; or
 - (iv) made solely or substantially to avoid dismissal or other disciplinary action;
- (b) where the whistleblower has participated in the Improper Conduct so disclosed;

8. REVIEW AND MONITORING

- 8.1 The Human Resource Department is responsible for monitoring the effectiveness of this Policy and will review the implementation of it on a regular basis. We will assess the suitability, adequacy, and effectiveness of this Policy in keeping with the Group's changing business environment, administrative or operational needs as well as changes to legislations.
- 8.2 Any need for improvements will be applied as soon as possible. Employees are encouraged to offer the feedback on this Policy if there are suggestions as to how it can be improved. Feedback of this nature must be addressed to the Human Resource Department.

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Appendix 1- Whistleblowing Form

While all reporting of improper conduct in good faith and not for malicious intent will be investigated, a Whistleblower is encouraged to identify himself/herself when reporting, for credibility purposes and to allow an avenue for the Company to follow up to ascertain the facts or to obtain further information for investigation purposes. Please attach reliable evidence to substantiate your disclosure and assist in the investigation. You may use additional sheets for additional witnesses or supporting evidence if necessary.

Section A: Whistleblower details:

Particulars of whistleblower (you are encouraged to provide your contact details to enable us to contact you for further clarification if required)	
Name	
Designation/ Occupation	
Contact No.	
Email Address	
Relationship with SMX Global (if not an employee)	

Section B: Disclosure Details

Parties involved in Improper Conduct	
Name of the alleged wrongdoer:	
Designation:	
Department/Company:	
How do you know this person?	
Details of the Improper Conduct	
Date, Time and Location of the incident or issue?	
How did you discover the incident or issue?	
Please provide a description of the incident or issue.	
Have you notified anyone? Please provide the details, if any.	
Do you suspect any other people that are involved? Please provide the details, if any.	
Supporting Information to Assist Investigations	
Please attach supporting evidence to substantiate your disclosure and assist in investigation.	
Any witness? Please provide the name, department and other relevant details.	

Additional Information (If Applicable)
