

1. POLICY STATEMENT

- 1.1 METROD is committed to the highest standard of integrity and accountability in the conduct of its businesses and operations. It aspires to conduct its affairs in an ethical, responsible and transparent manner. Recognizing the above-mentioned values, METROD provides avenue for all employees of METROD and members of the public to disclose any Improper Conduct within METROD.

2. PURPOSE

- 2.1 This policy is to encourage METROD's employees or external parties to disclose any Improper Conduct in accordance with the procedures as provided for under this policy and to provide protection for employees or external parties who report such allegations.

3. SCOPE

- 3.1 This Whistleblowing Policy applies to the Company and all its subsidiary companies. All employees (whether permanent or contract), Directors, Shareholders, Consultants, Vendors, Contractors, external agencies or any parties with a business relationship with the Company or its subsidiaries are encouraged to disclose any Improper Conduct that may adversely impact the Company through internal channel.

4. TYPES OF IMPROPER CONDUCT

- 4.1 A whistleblower can report a complaint if he/she is aware of any Improper Conduct including but not limited to the following:
- a) Criminal offences, unlawful acts, fraud, corruption, bribery and blackmail;
 - b) Breach of the Company's policies, practices, procedures or other codes of conduct;
 - c) Failure to comply with legal or regulatory obligations;
 - d) Misuse of the Company's funds or assets;
 - e) Situation which pose a danger to health, safety or any individual or significant danger to the environment;
 - f) Conflict of Interest;
 - g) Abuse of power by an officer of the Company; and
 - h) Concealment of any of the above.

5. COMMUNICATION CHANNEL

- 5.1 Disclosure of information can be made by the Whistleblower to the Audit Committee Chairman.
- 5.2 A disclosure of Improper Conduct can be submitted via e-mail at wb@metro.com or via post to the below address:

Metrod Holdings Berhad
No. 3, Lengku Keluli 2,
Bukit Raja Prime Industrial Park,
41720 Klang,
Selangor Darul Ehsan.

5.3 In order for the Whistleblower to be protected under the policy, the Whistleblower is **STRONGLY ENCOURAGED** to identify himself / herself and provide contact information in his / her report. This will facilitate the investigator to obtain further information, if required and communicate on results of investigation to the Whistleblower. The Company will investigate or act upon any anonymous Whistleblower who has a reasonable belief that there is a serious malpractice or allegations which can be substantiated with sufficient evidences.

6. REQUIRED EVIDENCE

6.1 The Whistleblower should be able to provide information regarding the type of activity or conduct, identity of the person(s) suspected as being involved, when it occurred and who was affected.

6.2 The Whistleblower must have first-hand knowledge or information of the facts, therefore third-party information or “hearsay” will not be entertained.

7. CONFIDENTIALITY

7.1 All disclosures will be treated in the utmost confidential and sensitive manner.

7.2 The Whistleblower will be provided with protection of identity confidentiality to the extent reasonably practicable.

7.3 The Whistleblower will be protected from any reprisal within the Company or its subsidiaries as a direct consequence of the disclosure. (“Reprisal” means disciplinary measures, demotion, suspension or termination of employment or service).

7.4 All parties who are involved in the investigation process, shall not disseminate to third parties any information regarding the Improper Conduct including the status or outcome of an investigation into it except:

- a) Authorized personnel under this Policy;
- b) By lodging a report of the Improper Conduct directly with an enforcement agency in accordance with the Whistleblower Protection Act 2010 or any other prevailing law;
- c) In adherence to any law or in adherence to a legally binding requirement of any statutory authority; or
- d) On a strictly confidential basis to a professionally qualified lawyer for the purpose of obtaining legal advice.

7.5 The Whistleblower shall not:

- a) Contact the person(s) suspected to determine facts or demand restitution;
- b) Discuss the case, facts, suspicions, or allegations with anyone except to assist in the investigation; and
- c) Use the policy for his/her own personal interests or revenge. If the subsequent investigation reveals that the disclosure was made with malicious intent, appropriate action can be taken against the whistleblower.

8. PROCEDURES

8.1 Employees that have a concern are encouraged to discuss such matters first with their supervisors, managers or other appropriate personnel such as local HR, local legal counsel or local CFO. Concerns relating to the employment terms or matters at the local workplace such as conflicts with colleagues and managers, disciplinary sanctions, correct and timely payment of wages and benefits should normally be resolved locally, unless the matter is exceptionally serious or cannot be reported through the normal reporting line.

8.2 All other types of complaints / disclosures received would be placed before a Whistleblowing Committee for its action.

8.2 The Whistleblower Committee shall comprise of the following members:

- a) Audit Committee Chairman; and
- b) Independent Non-Executive Directors.

8.3 The Committee shall have the authority to:

- a) Determine the legitimacy of the disclosure;
- b) Direct further action; and
- c) Determine who should conduct the investigation.

8.4 If any of the Committee members is the suspect being involved in the improper conduct, he / she will automatically abstain from attending the meeting.

9. INVESTIGATION AND OUTCOME

9.1 All concerns raised will be given due consideration by the Whistleblowing Committee and thoroughly investigated if the need arises. Appropriate corrective action will be taken if warranted by the investigation.

9.2 Upon the completion of investigation process and procedures, the Whistleblower is privileged to be informed on the outcome, if his/her identity is made known.