



TURIYA BERHAD

(Registration No. 198001001793 (55576-A))

WHISTLE BLOWING POLICY

WHISTLE BLOWING POLICY AND PROCEDURES

1. KEY OBJECTIVES

- 1.1 The objective of this policy is to lay out the guidelines for the investigation of complaints, protection of whistleblowers, and management of complaints for all Group employees and stakeholders in Turiya Berhad ("Turiya") and its subsidiaries (referred to collectively as the "Group").
- 1.2 Turiya complies with the Bursa requirement set forth in the Malaysian Code on Corporate Governance (Practise 3.2) as a public listed company. By giving staff channels to report any improper behaviour, Turiya strengthens the internal control mechanism while promoting openness and ethics inside the Group.
- 1.3 Any reporting person is encouraged to report any potential irregularities in financial reporting, non-compliances, and other misconduct, such as fraud, corruption, and a violation of the code of ethics.

2. SCOPE

- 2.1 All issues involving employees of the Group and any other Group stakeholders, such as consultants, vendors, independent contractors, external agencies, and/or any other party with a business relationship with the Group, are covered by this Policy.
- 2.2 This Policy does not apply to complaints against a person's employment terms; instead, those issues must be handled in accordance with Group Human Resources' policies and guidelines. If it turns out that the matter disclosed does not fit under the purview of this Policy during the preliminary investigation, such matters will be transferred and handled with by the appropriate people of the relevant department in order for the proper procedures and actions to be followed.
- 2.3 Hence, this Policy also does not cover any issues, complaints or concerns in relation to matters:-
 - (i) which are grievance, trivial or frivolous in nature;
 - (ii) which are motivated by malice;
 - (iii) pending or determined through the Group's disciplinary proceedings; and
 - (iv) pending or determined through any tribunal or authority or court, arbitration or other similar proceedings.
- 2.4 This whistleblowing procedure is intended to be used as an ultimate remedy, if no other means are available to address the matter. If a concern for a Group employee cannot be resolved through normal reporting lines and procedures, involves your line supervisor(s), head of department, or senior management level of the Group, or if raising the concern could endanger your employment, safety, or security, it should be raised and handled through those normal reporting lines and procedures. In such cases, the issue can be brought up through the channel specified in this Policy.

3. DEFINITION

Abuse	Consist of any other practices that cause unnecessary losses or cost to a company. Abuse may be similar to fraud, except that it is possible to prove that abuse was perform knowingly, willfully and intentionally.
Anonymous Disclosure	Any disclosure of improper conduct made without the identity of a person who made the disclosure.
Bribery	The offering, giving, receiving or soliciting, of any item of value to influence the actions of an official or other person in charge of a public or legal duty.
Complaint	Disclosure of information about a person on any act of improper conduct that breach any rules and law via this Policy.
Fraud	Involves deception and dishonesty in making personal gain for oneself and/or create losses for another.
Improper Conduct	Any conduct which is proved, constitutes a disciplinary or criminal offence.
Whistleblower	A whistleblower is a person or entity making a protected disclosure and to report or disclose via this Policy, concerns about unethical behavior, malpractices, illegal acts or failure to comply with regulatory requirements that is taking place/ has taken place/ may take place in the future. The whistleblower's role is a reporting party. They are not investigators or finders of fact, nor do they determine the appropriate corrective or remedial action that may be warranted.

4. POLICY STATEMENT

4.1 All employees are expected to raise genuine Complaints about possible improprieties in matters of financial reporting, compliance and other malpractices as provided but not limited in paragraph 4.3 of this Policy, in good faith, at the earliest possible time and in an appropriate manner.

4.2 This policy is designed to:

- Promote and maintain high transparency and accountability in the workplace;
- Support the company's values;
- Ensure employees can raise concerns without fear of reprisals; and
- Provide a transparent and confidential process for dealing with concerns.

4.3 This policy not only covers possible improprieties in matters of financial reporting, but also:

- Negligence in carrying out work obligations;
- Fraud;
- Corruption, bribery or blackmail;
- Criminal offences;
- Failure to comply with a legal or regulatory obligation;
- Miscarriage of justice;
- Endangerment of an individual's health and safety; and
- Concealment of any or a combination of the above.

4.4 Principles:

a) Acting in Good Faith

A whistleblower is required to act in good faith and have reasonable grounds when reporting a complaint. If allegations are proven to be malicious, the whistleblower may be subjected to appropriate action, up to and including legal action, where applicable.

b) Assurance against reprisal and/or retaliation

A whistleblower who reports in good faith and does not misrepresent the facts and/or the information provided in the Complaint purposely, knowingly or recklessly, shall be protected from any reprisal by the Company 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.

c) Whistleblower Protection Act 2010

Pursuant to the Whistleblower Protection Act 2010, no action will be taken against any Whistleblower making a Complaint or Report in good faith, including:

- Dismissing or threatening to dismiss the Whistleblower;

- Taking disciplinary action or threatening to discipline against the Whistleblower, or suspending or threatening to suspend the Whistleblower;
- Subjecting the Whistleblower to any form of harassment or abuse;
- Imposing any penalty, directly or indirectly, on the Whistleblower;
- Discharging, demoting, or discriminating against the Whistleblower.

d) Protection of confidential information

Subject to General powers of enforcement agency under subsection (3) of the Whistleblower Protection Act 2010, confidential information shall not be disclosed or be ordered or required to be disclosed in any civil, criminal or other proceedings in any court, tribunal or other authority.

e) Confidentiality

The identity of the whistleblower shall remain confidential unless the whistleblower wishes to reveal his/her identity and subject to limitation due to requirement of law or become known for reasons beyond the control of the Group.

4.5 Grievance Procedure

4.5.1 For employees to make reports

If any employee believes reasonably and in good faith that malpractice exists in the work place, the employee should consider to report this immediately to the line supervisor(s) or head of department or Head of Human Resource Department. However, if for any reason the employee is reluctant to do so, such employee of the Group who is acting as a Whistleblower may submit Complaints via email to:

- Independent Non-Executive Director, En. Mohd Kamal Bin Mohd Zahari at [malnco@yahoo.com]; or
- Audit Committee Chairman, Mr. Jayapalasingam Kandiah at [singamkj2006@yahoo.com].

Or to address the Complaint to the abovenamed persons by deposit at the Head Quarter of the Company at Turiya Berhad, Suite 7.3, 7th Floor, Wisma Chase Perdana, Changkat Semantan, Damansara Heights, 50490 Kuala Lumpur.

4.5.2 For Stakeholders to make report

A Whistleblower who is not an employee of the Group may submit Complaints via email to the following persons:-

- Independent Non-Executive Director, En. Mohd Kamal Bin Mohd Zahari at [malnco@yahoo.com]; or
- Audit Committee Chairman, Mr. Jayapalasingam Kandiah at [singamkj2006@yahoo.com].

Or to address the Complaint to the abovenamed persons by deposit at the Head Quarter of the Company at Turiya Berhad, Suite 7.3, 7th Floor, Wisma Chase Perdana, Changkat Semantan, Damansara Heights, 50490 Kuala Lumpur.

5. BOARD'S RESPONSIBILITY

- to promote and create awareness of the Whistle-Blowing program in the Group;

- ii. to review the effectiveness of the Whistle-Blowing program;
- iii. to evaluate the report and findings presented by the Audit Committee Chairman and Independent Directors;
- iv. to decide the course of action to be taken against the wrong doers;

When complaints are made against board members, other board members shall decide the course of action to be taken collectively.

6. MANAGEMENT'S RESPONSIBILITY

Management should:

- Ensure the code be readily available to all staff members are knowledgeable about the code;
- Periodic communication of the code with staff members to reinforce its importance and relevance; and
- Highlight to the Audit Committee Chairman or any of the independent directors who are not the alleged perpetrators of the reported cases.

7. DOCUMENTATION

Before complaints are forwarded to higher authority for further action, the recipient of complaints shall keep all records and statements provided by the whistleblower in confidence and intact.

8. REVIEW OF THE POLICY

This Policy has been endorsed by the Board and is made available for reference on Company's corporate website. It shall be reviewed and updated whenever necessary to ensure its effective implementation. Any subsequent amendments to this Policy shall be approved by the Board.