



NTT DATA Payment Services Sdn. Bhd.
(formerly known as GHL Systems Sdn Bhd)
(199401007361 / 293040-D)
Incorporated in MALAYSIA

Group Whistleblowing Policy

1. INTRODUCTION & OBJECTIVE OF THE POLICY

At NTT DATA Payment Services Sdn Bhd (formerly known as GHM Systems Sdn Bhd) and its group of companies (“**NDPS**”), we are committed to conducting our business with the highest standards of professionalism and ethics across all of our businesses and professional activities. NDPS wishes to provide all directors, senior management, employees, shareholders of NDPS, as well as NDPS’ customers, partners, merchants, vendors, service providers, government intermediaries and other stakeholders, who may have a business relationship with NDPS (“**External Third Parties**”), with an independent and unbiased mechanism to bring to the attention of the company and its Board of Directors any concerns of integrity and misconduct as well as to inform the Board of Directors at an early stage of any misconduct or improprieties.

NDPS expects the highest standards of integrity from all of its directors, senior management, employees, and all of its related External Third Parties and takes a serious view of any misconduct by these parties in particular with respect to their obligations to NDPS’ interests.

This policy statement on whistleblowing (“**Policy**”) is aimed to:

- Develop a culture of openness, accountability and integrity within NDPS
- Provide a consistent, systematic, company-wide process for managing any actual or potential improper conduct.
- Encourage all directors, senior management, employees, and external third parties to raise genuine concerns about suspicious circumstances as early as possible, knowing that their confidentiality will be respected and that their identity will remain anonymous.
- Reassure all directors, senior management, employees, and external stakeholders that they should be able to raise genuine concerns without fear of reprisal, even if they turn out to be mistaken.

2. WHISTLEBLOWING

Any of the following persons (“**Whistleblower**”), who is reasonably acting in good faith, can make a report to NDPS of any suspected or actual misconduct committed by any of its directors, senior management, employees, and External Third Parties:

- i. the employees;
- ii. Board of Directors;
- iii. Any External Third Parties;
- iv. Members of the public.

Only genuine concerns with a serious or sensitive incident should be reported under the whistleblowing procedures as stipulated under this Policy. Any whistleblowing report should be made in good faith with a reasonable belief that the information relating to the same is substantially true and not for personal gain. A report can be made even if a Whistleblower is not able to identify a particular person to which the misconduct or wrongdoing is attributable. The Whistleblower must not have participated in the misconduct or be in violation or attempted violation of the law.

A Whistleblower can report a whistleblowing incident if he/she is aware of any misconduct or wrongdoing (“**Improper Conduct**”), committed or about to be committed, including but not limited to the following:

- Suspected Criminal Offence
- Non-compliance with Regulatory Requirements and/or Group Policies
- Fraud, Money laundering, Corruption, or Bribery
- Misappropriation of assets or Theft or Embezzlement
- Sexual harassment or Bullying
- Financial and/or Professional Misconduct, Negligence, Unfair Treatment
- Unethical Behaviour and Dishonesty
- Receiving and/or Soliciting Graft and Kickbacks
- Misuse of confidential information
- Misuse of company properties
- Abuse of authority
- Impersonating of officials
- Attempts to suppress or conceal any information relating to any of the above

The above list is not exhaustive and shall additionally include any act or omissions, which if proven, will constitute an act of misconduct under NDPS’ Anti Bribery and Corruption Policy or any criminal offence under any relevant Legislations or Acts of a particular jurisdiction.

3. WHISTLEBLOWING CHANNELS

A report can be made via the following:

Email: wb@Whistleblowerghl.com

The whistleblowing channel above is secure and accessible only by Internal Audit which in turn will report all whistleblowing incidents to the Board of Directors.

Or, if you believe that this matter is serious enough to warrant involvement of NTT DATA Headquarters, you may contact NTT DATA Global Whistle Line providing multilingual support:

Name: Ogasawara & Partners International Law Firm

Email: nttdata_whistleline@ogaso.com

4. DISCLOSURE REQUIREMENTS

A report shall be made and submitted together with the following information:

- Details of the complainant (strongly encouraged even though Whistleblower may choose to remain anonymous)
- Type of activity/conduct
- Details of suspected personnel involved
- Particulars of witnesses (if any)

- Details of incident (including date, time, and location of incident)
- Any supporting/documentary evidence

5. PROTECTION TO WHISTLEBLOWERS

The following protections will be accorded to a Whistleblower who makes a disclosure of Improper Conduct to NDPS in good faith:

- confidentiality of identity
- immunity from civil and criminal liability for the disclosure made
- protection from detrimental actions such as dismissing or threatening to dismiss the Whistleblower
- taking disciplinary actions, suspending, or threatening to discipline or suspend the Whistleblower
- subjecting the Whistleblower to any form of harassment or abuse
- imposing any penalty, directly or indirectly, on the Whistleblower

The protection will be removed if it is found that the Whistleblower was also involved in the Improper Conduct, or if the Whistleblower is found to have made the disclosures in bad faith.

6. CONFIDENTIALITY

All whistleblowing reports will be investigated and the identity of the Whistleblower, if known, will be fully protected. All information in respect to the reports received will be treated as confidential and will not be disclosed without the written consent of the Whistleblower, save to the extent permitted by law or required for the purposes of making a report to the relevant authorities. The identity of parties reporting a Whistleblowing report will be kept confidential and protected. Whistle-blowers are protected under the Laws of Malaysia Act 711: The Whistle-blower Protection Act 2010. However, the person making anonymous report will be advised that maintaining anonymity may hinder the proper investigation of the allegations.

7. ACTING IN GOOD FAITH

The Company expects Whistle-blowers to act in good faith and have reasonable grounds when reporting an incident.

If the Complainant/Whistleblower is not an employee, but a vendor, supplier or business partner, the Whistleblower shall not be denied future business with the company solely on the basis of having made such a report; unless it also appears from the facts of the case that the Whistleblower participated in the prohibited conduct with sufficient knowledge that the same was illegal, prohibited, unethical, or would be to the detriment and prejudice of NDPS.

8. PROTECTION FROM RETALIATION

Any party, that attempts to retaliate, victimize or intimidate those who has reported a wrongdoing in good faith, shall be dealt with serious disciplinary actions and procedures, up to and including legal action, where applicable.

The legal action may be instituted before a court of competent jurisdiction within one (1) year after the action prohibited by this section is committed, and without the need for exhausting all other available contractual or administrative remedies.

No employee may be compelled to adjudicate his or her rights pursuant to a collective bargaining agreement or any other arbitration agreement.

9. INVESTIGATING PROCEDURES

Reports will be reviewed jointly and promptly by the NDPS Whistleblowing Panel (“**Panel**”) which may consist of the Chairman of the Audit & Risk Committee, the Group Chief Executive Officer, the Group Head Human Resource and the Group Head, Legal, Compliance & Sustainability insofar as they are not the subject of the investigation. However, if any of these individuals are themselves implicated in the reported misconduct, the company will appoint replacements from within the senior management to ensure impartiality and avoid conflicts of interest.

Upon completion of the investigation by the NDPS Whistleblowing Panel and should the need for a further investigation be warranted, the Panel may then convene an Independent Investigation Panel (“**IIP**”) which shall be consist of members of professional bodies such as that from the association of Lawyers and/or Accountants or alternatively use any and all resources available as well as the assistance from other teams within NDPS to further investigate the reports or reports in accordance with the following procedures:

- Upon receipt of a report, the Panel will, conduct an initial enquiry of the report to determine its genuineness and the seriousness of the concern or allegation which has been raised.
- If the initial enquiry made by the Panel indicates that the report has no basis or merits or it is not a matter to be dealt with under this Policy, it may be dismissed by the Panel and no further action shall be taken.
- If the initial enquiry indicates that further investigation is necessary, the Panel will immediately carry out a thorough and independent investigation into the report. Such investigation will be conducted in a fair manner as a neutral fact-finding process and without any presumption of guilt.
- The Panel shall have the right to ask for any information and documents and to examine any employees of NDPS or any other person(s) as it may deem appropriate for the purposes of conducting its investigation. The findings of the initial enquiry by the Panel and the further investigation (if any) will be compiled and reported to the Board of Directors along with a recommended course of action to be taken to address such misconduct.

NDPS Whistleblowing Panel may, under exceptional circumstances, with the endorsement of the Group CEO and with the approval of the Board of Directors, grant immunity to a Whistleblower who has participated in the Improper Conduct reported. In any event, immunity may only be granted to a Whistleblower under the following conditions:

- The Whistleblower, who being considered for immunity, must not be the guiltiest of the parties to the investigation;

- The Whistleblower's testimony must be absolutely indispensable to the investigation without which, the company would not be able to take appropriate action;
- The Whistleblower extends full cooperation to the investigation.

In order to facilitate the aforesaid investigations, if the alleged person who is being complaint against is an employee of NDPS, he or she may be requested to go on a leave of absence by the Group Head of Human Resource, in accordance with the policies of the employees' handbook.

10. REVERTING TO COMPLAINANT

NDPS reserves the right not to inform the Whistleblower of the status of report, and/or the precise action plan and outcome of the investigation, as this may infringe a duty of confidentiality.

11. WHISTLEBLOWER PROTECTION ACT 2010

The Malaysian Whistleblower Protection Act 2010 ("**Act**") protects persons making disclosures of Improper Conduct in the public and private sector from civil and criminal action. In addition, the Act allows for proper investigation to be carried out by an enforcement agency set up by the Federal Government, State Government or local government ("**Enforcement Agency**").

If a Whistleblower wishes to make a report of Improper Conduct pursuant to the Act, then he/she will have to make the said report to an Enforcement Agency. Any investigations and/or actions taken thereafter would be in accordance with the Act and are independent of the procedures described in this Policy.

Whilst the Company respects the rights of the Whistleblower to directly make reports of Improper Conduct to an Enforcement Agency, NDPS advises and urges a report of Improper Conduct of an Employee is made to NDPS first so that NDPS may address and remedy any wrongdoings and where applicable, institute the appropriate controls to prevent any serious damage to NDPS.

As Malaysia is the regulatory jurisdiction of NDPS' parent company, the Act sets the minimum standard which must be complied across its business and operations within NDPS Group in the ASEAN region and shall applied across all the Countries that NDPS operates. Should there be any discrepancies between the whistleblowing laws in any of the particular office situated in other countries with the Act, then the said whistleblowing laws of that country shall prevail.

12. CONSEQUENCES OF WRONGDOINGS

NDPS' Board of Directors and Senior Management Team in particular the Group Human Resources Department will take serious and consistent action against any party who is determined to have acted in violation of this policy including but not limited to:

- Reprimanding and taking disciplinary action,
- Imposing punishment as appropriate
- Termination or suspension of employment
- Reporting to the relevant authorities (if applicable)

- Any other action deemed appropriate by the Executive management and / or the Board of Directors.

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