

GD EXPRESS CARRIER BHD
(Company No. 630579-A)

ETHICS / CORPORATE RESPONSIBILITY UNIT

OBJECTIVE

The Ethics / Corporate Responsibility Unit (“**ECRU**”) is established to implement whistleblowing (i.e. public interest disclosure) procedures in GD Express Carrier Bhd and its group of companies (“**GDEX**”).

SCOPE OF WORK

- To issue whistleblowing policy & procedures in GDEX
- To receive reports from whistleblowers
- To investigate all reports from whistleblowers and to present these reports to the Audit and Risk Management Committee (“**ARMC**”) with its initial findings for ARMC further action

LINE OF RESPONSIBILITY

Report directly to Chairman of ARMC.

GENERAL PRINCIPLES

ECRU will ensure the following general principles will apply in GDEX:

- To encourage culture of openness, accountability and integrity
- To establish formal mechanisms for reporting
- To establish clear communications about the process of reporting
- To ensure confidentiality and anonymity
- To prevent punishment or unfair treatment of employee who reports in good faith
- To ensure no mis-use of whistleblowing procedure
- To safeguard position of the person who is subject of report
- To notify reporter of outcome of findings

EVALUATION

GDEX whistleblowing procedure will be part of the annual cycle of monitoring compliance related to Corporate Governance. Annually ERCU will present an evaluation report of its activities and findings to ARMC or the Board of Directors.

WHISTLEBLOWING POLICY & PROCEDURES (“WBPP”)

OBJECTIVES

- 1) To ensure that each and every employee of GDEX, through understanding the WBPP, will come forward to express his or her concerns about a (suspected) malpractice or improper governance, without fear of punishment or unfair treatment.
- 2) Provide proper internal reporting channel to disclose any improper or unlawful conduct in accordance with the procedures provided in this WBPP.
- 3) Address a disclosure in an appropriate and timely manner.
- 4) Provide protection for the whistleblower from reprisal as a consequence of making disclosure and to safeguard whistleblowers’ confidentiality.
- 5) Treat both whistleblower and alleged wrongdoer fairly.

This WBPP will guide GDEX employee on how to raise such concerns.

DEFINITION

Whistleblowing is a term used for what is legally known as Public Disclosure, which is when an employee discloses information about malpractice or wrongdoing they discover occurring in GDEX.

Whistleblower is a person making a protected disclosure. He/she shall provide initial information related to a reasonable belief that a malpractice or improper governance activity has occurred. He/she is not an investigator and does not have a right to participate in any investigative activities other than as requested by the investigators.

WHAT TO REPORT

The malpractices or wrongdoings that an employee should report under WBPP are:

- Non-compliance to laws and regulations
- financial malpractice
- misuse of GDEX funds or assets
- deliberately or accidentally steal, damage or misuse the data stored within GDEX computer systems
- discrimination
- danger to public or employee health and safety
- suspected fraud or criminal activity
- corruption, bribery or blackmail
- breach of confidentiality
- breach of GDEX Code of Ethics or Conduct or non-compliance with GDEX policies and procedures
- sexual assault or sexual harassment
- concealment of any of the above malpractice

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The procedures under WBPP should **NOT** be used for:

- poor performance
- lack of professionalism
- personal disputes
- personal grievances

Sometimes it is not clear whether a particular action falls under the malpractices described above. In such cases, GDEX would prefer that the employee report his or her concerns in good faith rather than to keep to himself or herself.

The intentional filing of a false report, whether orally or in writing is itself considered an improper act which GDEX has the right to act upon.

IMPORTANCE OF WBPP TO GDEX

- enable management to be informed at an early stage about possible contraventions
- support a culture of openness, accountability and integrity
- ensure good corporate governance and curb unethical and illegal practices at all levels
- minimize harm and damage to GDEX and its stakeholders

ROLE OF EVERY GDEX EMPLOYEE

- every GDEX employee to be aware and understand the WBPP
- every GDEX employee to understand the importance of whistleblowing
- every GDEX employee to be encouraged to whistleblow on malpractices as listed above.

REPORTING RULES & PROCEDURES

- GDEX employee should report any malpractice or wrongdoing to Ms Lisa Chan, the Head of the Ethics / Corporate Responsibility Unit (ECRU) who reports directly to an Independent Non-Executive Chairman.
- The report can be made in the following manner:
 - a. verbally to Lisa Chan; or
 - b. by sms to handphone no: **016 339 0719**; or
 - c. in writing addressed to Lisa Chan.
- The reporting employee can choose to remain anonymous or the whistleblower must disclose his/her name, NRIC number and contact details to be protected under the policy.
- The ECRU will ensure all information received will be kept in strictest confidence. The name of the reporting employee will be kept confidential at all times.

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- The reporting employee will be given protection and will not be punished or treated unfairly if the reporting is made in good faith.
- If upon investigation by ECRU the reported concerns cannot be confirmed or may not have substance, no action will be taken against the reporting employee raising the concerns in good faith.
- The reporting employee will not be required to testify against the reported person in any hearings if this is requested by the reporting employee.
- An employee who misused the WBPP by purposely making a false report may have his employment reviewed.
- Until the investigation is completed & concerns proven without doubts, the confidentiality of the person who is the subject of the report will be safeguarded.
- ECRU will notify the reporting employee of the outcome of its findings within 30 days of receipt of report.

ASSURANCE

- Every effort will be made to treat the whistleblower’s identity with appropriate regard for confidentiality. The identity of a subject should be maintained in confidence to the extent possible given the legitimate needs of law and the investigation.
- GDEX gives the assurance that it will not reveal the identity of the whistleblower to any third party not involved in the investigation or prosecution of the matter. The whistleblower making the allegation will retain anonymity to all other employees and public unless he or she agrees otherwise. Where concerns cannot be resolved without revealing the identity of the whistleblower (e.g. if the evidence is required in court), a dialogue will be carried out with the employee concerned as to whether and how the matter can be proceeded.
- The only exception to this assurance relates to an overriding legal obligation to breach confidentiality. GDEX is obligated to reveal confidential information relating to a whistleblowing report if ordered to do so by the court of law.
- The assurance of confidentiality can only be completed effective if the whistleblower likewise maintains confidentiality.
- The ECRU will be impartial and independent to all parties concerned, have a duty of fairness, objectivity, thoroughness, ethical behavior and observance of legal and professional standards.

CONCLUSION

The Board of Directors of GDEX is strongly committed in having a strong whistleblowing culture and will, through the ECRU, regularly assess the company internal whistleblowing system.

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GDEX employees are encouraged to provide suggestions and feedback on improving the company whistleblowing system.

POLICY REVIEW

This Policy will be reviewed at least bi-annually or as needed to determine whether the Policy is effective in ensuring accurate, complete and timely disclosure in accordance with GDEX’s disclosure obligations.

This Policy can be extended and revised by virtue of new legislations and rules issued by the relevant regulatory authorities.