



Genusys Pte. Ltd. and Subsidiaries

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WHISTLE BLOWING

This policy is organised within the following sections:

1.	Introduction
2.	Objective
3.	Definitions
4.	Scope of Policy and Procedure
5.	Revocation of Protection
6.	Reporting Procedures
7.	Process of Investigation
8.	Oversight and Ownership of Policy

1. INTRODUCTION

Genusys Pte Ltd (“Company”) and its subsidiaries (collectively, referred to as “Group”) are committed to foster an environment where high standards of integrity and ethical behaviour of the Group’s directors, key senior management and employees are maintained. The Group’s directors, employees, contractors, suppliers, customers, stakeholders as well as third parties and members of public (“Whistleblower” or “Stakeholders”) are encouraged to report of any suspected and/or known improper activities within the control of the Group. The improper activities may include but not limited to the following:

- (a) Fraud;
- (b) Corruption, Bribery and Blackmail;
- (c) Misconduct and Wrongdoings;
- (d) False financial statement reporting;
- (e) Breach code of conduct;
- (f) Abuse of power/authority or company properties;
- (g) Breach of contract or law;
- (h) Non-compliance with regulatory requirements; or
- (i) Miscarriage/failure of justice or unfair treatment.

2. OBJECTIVE

The objective of this Whistleblowing Policy (“Policy”) is to establish a formal and confidential platform to enable all Stakeholders to report serious concerns of any improper activities (as stated in Section 1 above) involving the Group’s resources in good faith.

3. DEFINITIONS

3.1 Company

Refers to Genusys Pte Ltd.



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3.2 Confidential Information

Refers to information that is confidential or sensitive in nature and/or not generally available to the public and includes information about the identity, position, residential address or other personal information of a Whistleblower and a person against whom a Whistleblower has reported.

3.3 Fraud

Refers to the act of making false representations of material facts whether by words or conduct, by concealing information, or by making misleading statements to obtain some benefit or payment that would otherwise not exist. Fraud includes (but is not limited to) any questionable accounting practices or irregularities in the Company's reported financial statements and non-compliance with the Company's internal financial controls.

3.4 Corruption

Refers to an improbity or decay in the decision-making process in which a decision-maker consents to deviate or demands a deviation from the requirements set which shall rule his/her decision making in exchange for a reward or for the promise of the rewards.

3.5 Bribery

Refers to the offer or acceptance of anything valuable in exchange for influence on authority, government, public affairs and employees.

3.6 Blackmail

Refers to act of attempting to obtain money or any term of reward by intimidation, as by threats to disclose discreditable information.

3.7 Misconduct

Refers to unacceptable or improper behaviour especially by an employee or professional person.

3.8 Wrongdoing

Refers to illegal or dishonest behaviour.



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3.9 Resources

Refers to a means to undertake a company to achieve the desired outcome. The most basic resources are material and, labour and capital.

3.10 Breach

Refers to the act of failing to perform or obey mutual agreement involving one or more parties and actively violating the term and conditions.

3.11 Abuse

Refers to act of practices that cause the unnecessary cost to the Company. Abuse can be use similar to fraud, except that it is not necessary to prove that abuse was performed knowingly, wilfully and intentionally.

3.12 Waste

Refers to the act of spending money or using resources on goods or services in excess of actual need. Waste does not necessarily produce a benefit for the Whistleblower but is an act of poor management of resources.

3.13 Reprisal

Refers to an act of injury, violence or harm or damage against the Whistleblower for making a Whistleblowing report.

3.14 Retaliation

Refers to repay in kind or to get revenge.

3.15 Whistleblower

Refers to reporting by any individual/person of any suspected and/or known instances of improper activities as stated in paragraph 1.0 above.

3.16 Audit Committee (“AC”)

Refers to the Audit Committee of the Company.

4. SCOPE OF POLICY AND PROCEDURE

4.1 This Policy is a guide for any employee or any person who has or had privileged confidential information to report any suspected and/or known improper activities involving the resources of the Company.



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4.2 Reporting Responsibility

Any person has an obligation to report any suspected and/or known instances of improper activities.

4.3 Protection

Whistleblowers will be protected from any form of Reprisal including but not limited to the following:

- (a) Action causing injury, loss or damage;
- (b) Mental and physical torture;
- (c) Intimidation/harassment;
- (d) Discrimination, discharge, abandon, suspension, demotion;
- (e) Termination, victimisation of consequence in relation to her/his employment, career, profession, trade or business or the taking of disciplinary action due to his/her disclosure; or
- (f) Any threat to take any of the action referring to items (a)-(e) above.

Where necessary, any person related or associated with the Whistleblower (e.g immediate family members) shall be accorded with similar protection.

4.4 Anonymity

It is the policy of the Company that Whistleblower should identify himself/herself when making a report. The Company will generally not investigate any anonymous allegations.

However, if there are anonymous allegations reported on suspected and /or known instances of misconduct, wrongdoings, corruption, fraud, waste and/or abuse, the Company will consider investigating an anonymous allegation after having considered the following:

- (a) the seriousness of the allegation;
- (b) the credibility of the allegation; and
- (c) the information, supporting evidence and credible sources provided by the Whistleblower.



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4.5 Assurance against reprisal and/or retaliation

Where the Whistleblower has chosen to reveal his/her identity, it is the policy of the Company to provide assurance that the Whistleblower would be protected against Reprisals and/or retaliation from his/her immediate superior or head of department/division.

In addition, the Company provides assurance that no disciplinary action can be taken against the Whistleblower as long as he/she does not provide false information in the report “purposely, knowingly or recklessly” i.e. the report is basically malicious in nature.

4.6 Confidentiality

The Company shall treat all reports or disclosures as sensitive information and take all reasonable efforts to maintain the confidentiality of the information. However, there may be circumstances, during the course of the investigation where it will be necessary to disclose the identity of the Whistleblower. If such circumstances exist, the independent party conducting the investigations shall endeavour to inform the Whistleblower that his/her identity is likely to be disclosed and to obtain his/her consent for the said disclosure.

5. REVOCAION OF PROTECTION

The protection for Whistleblower shall be revoked by the Company under the following circumstances:

- (a) The Whistleblower himself/herself has participated, suspected and/or known of improper activities; or
- (b) The Whistleblower has wilfully or maliciously made his/her disclosure, knowing or believing the information is false, untrue or emotionally driven; or
- (c) The disclosure is made with the intention or motive to avoid dismissal or other disciplinary action.

6. REPORTING PROCEDURES

- 6.1 The Whistleblower shall make a confidential report of the improper activities. The report must provide full details of the improper activities which may not be limited to date, time, location, person (s) involves and, where possible with supporting evidence.



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- 6.2 The report must be made directly to the immediate superior or the Chief Executive Officer (“CEO”).
- 6.3 The Whistleblower should be able to provide the disclosure in writing, with sufficient information regarding:
- (a) the type or description of improper conduct;
 - (b) date and location of the incident;
 - (c) the name of individuals who have committed or are involved in the improper conduct as well as witnesses;
 - (d) support evidence and/or documents; and
 - (e) any other details deemed to be useful.

The Whistleblower must have first-hand knowledge or information of the facts, i.e. information obtained from third party or “hearsay” will not be entertained. However, the Whistleblower should not be discouraged from making a report even if they are unsure whether there is sufficient evidence to support their allegations.

7. PROCESS OF INVESTIGATION

- 7.1 If the Whistleblower report is made to the immediate superior or CEO, the key senior management shall decide whether an investigation should be carried out. If an investigation is to be carried out, the Company will carry out its own investigation and shall table the investigation report to the AC for review within three months from the date of investigation.

If no investigation is to be carried out, the CEO and/or key senior management must report and consult the AC on a need-to-know basis only, so that all concerns raised will be independently assessed to ensure that they are fairly and properly considered.

- 7.2 If the Whistleblower report is made to the Chairman of AC, the said Chairman in consultation with other members shall decide whether the allegation has merit and could be substantiated.

If an investigation is to be carried out, the Chairman of AC may appoint the internal auditor of the Company or an independent party to carry out the investigation. The Whistleblower shall give his /her full cooperation during the course of the investigation if required.



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- 7.3 Upon completion of the investigation as mentioned in paragraphs 7.1 and 7.2 above, the AC shall review the investigation report and if there is an action to be taken, the AC shall refer the investigation report to the Board of Directors of the Company (“Board”) for appropriate action to be taken.
- 7.4 The Whistleblower will be informed of the outcome of the investigation at the next Board Meeting.
- 7.5 All information, documents, records and reports relating to the investigation of the Whistleblower report shall be kept securely by the Human Resources Department within seven years to ensure its confidentiality.

8.0 OVERSIGHT AND OWNERSHIP OF POLICY

- 8.1 The Board has overall responsibility for this Policy and shall oversee the implementation of this Policy.
- 8.2 The Board has delegated the responsibility for the administration and implementation of the Policy to the AC.
- 8.3 The use and effectiveness of this Policy shall be regularly monitor and reviewed by the Internal AC.