



**Hyphens Group
Whistleblowing Policy**

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Version history		
Date	New / Update	Updated by - (Name / Title)
1 December 2017	Version 1	Sabrina See / Group Finance Manager
1 June 2018	Version 2	Fang Lee Wei/ CFO
1 December 2018	Version 3	Serene Lim/ Financial Controller

1 INTRODUCTION

Hyphens Pharma International Limited and its subsidiaries (the “Group”) does not tolerate any malpractice, impropriety, statutory non-compliance or wrongdoing by employees in the course of their work.

All employees of the Group and any other persons are encouraged to raise genuine concerns about possible improprieties in matters of financial reporting and other malpractices at the earliest opportunity, and in an appropriate way.

This Whistleblowing Policy (the “policy”) documents the avenues and processes for employees and external parties to raise these concerns. It also offers assurance that they will be protected from reprisals or victimisation.

2 OBJECTIVES

This policy is designed to:

- Support the Group’s values of openness, accountability and integrity;
- Encourage and provide avenues for employees to raise concerns within the Group, rather than ignoring a problem;
- Enable management and the Board to be informed at an early stage about a misconduct;
- Reassure employee that being forthcoming is appropriate and that they will be protected against reprisals for disclosing concerns; and
- Provide a transparent and confidential process for dealing with concerns.

3 SCOPE

This policy covers possible improprieties in matters of financial reporting as well as:

- Concerns about the Group’s accounting, internal controls or auditing matters;
- Breaches of the Group’s policies or Code of Conduct;
- Fraud, thefts and misuse of the Group’s properties, assets or resources;
- Corruption, bribery or blackmail;
- Conduct which is an offence or breach of law;
- Abuse of power or authority and miscarriage of justice;
- Conflicts of interest without disclosure;
- Intentional provision of incorrect information to public bodies;
- Concealing information about any malpractice or misconduct;
- Harassment of a sexual nature or otherwise;
- Dangers to health, safety or the environment;
- Any other improper matter that may cause financial or non-financial loss to the Group or damage its reputation

4 HYPHENS GROUP'S COMMITMENT

The Group is committed to ensuring the following in relation to concerns raised under this Code:

- All concerns raised will be treated fairly and properly.
- We will not tolerate the harassment or victimisation of anyone raising a genuine concern.
- Any individual making a disclosure will retain their anonymity unless they agree otherwise.
- We will ensure that any individual raising a concern is aware of who is handling the matter.
- We will ensure no one will be at risk of suffering some form of reprisals as a result of raising a concern even if they are mistaken. We do not however extend this assurance to someone who maliciously raises a matter they know to be untrue.

5 INDEPENDENT CHANNELS FOR WHISTLEBLOWING

An individual who believes that any of the above concerns exist, may report such matters to the Audit Committee Chairman at AC_Chairman@hyphens.com.sg.

6 INVESTIGATION PROCEDURES

The above recipient of the whistleblowing information will make an initial assessment as to where to send the information for preliminary investigation.

Generally, all whistleblowing reports will be directed to the Internal Auditor ("IA") for preliminary investigation unless the recipient of the information determines that the IA is conflicted or such communication would otherwise be inappropriate, in which case, the reports should be channelled to an appropriate independent party to investigate.

The IA (or other independent party) will conduct a preliminary investigation to assess the validity of the information, and determine whether a thorough investigation is warranted. The following factors may affect the investigation process and outcomes:

- Seriousness of the issue.
- Credibility of the concern or information.
- Likelihood of confirming the concern or information from credible sources.

Subject to the relevant laws and regulations, the investigators shall have the following powers:

- Unlimited and unrestricted access to all Group records and premises.
- The authority to examine, copy and obtain all or any portion of the contents of hard drives, emails, files, desks, cabinets and other storage facilities in the premises, without prior knowledge or consent of any individual who might use or have custody of any such items or facilities, so long as it is within the scope of the investigation.
- The rights to interview any and all employees, and contact third parties. Employees are required to cooperate fully in all investigations. Making false or misleading statements is grounds for disciplinary action, including termination of employment or other relations with the Group.

The results of the investigation will not be disclosed or discussed with anyone, other than those who have a legitimate need to know.

6 INVESTIGATION PROCEDURES (cont'd)

All enquiries concerning any activity under investigation from individuals under investigation, or his/ her legal counsel or representative (if any), or any other enquirer should be directed to the Internal Auditor. No information concerning the status of an investigation shall be divulged.

The person(s) who made the whistleblowing report should not:

- Contact the suspected individual in an effort to determine facts or demand restitution.
- Discuss the case, facts, suspicions, or allegations with anyone, unless specifically asked to do so by the investigators.
- Release information concerning the status of an investigation.

7 CONFIDENTIALITY AND PROTECTION OF WHISTLEBLOWERS

All Group staff are assured that they will be protected from repercussions or victimisation. Staff members who treat a whistleblower unfairly will face disciplinary actions.

On the other hand, the Group may take disciplinary actions against a staff member who makes a frivolous or malicious report as a vendetta, or for personal gain.

While a whistleblower has the right and option to remain anonymous, the Group encourages him/ her to disclose his/ her identify when raising a concern, or providing information. All concerns will be kept strictly confidential.

Employees and any other persons who have raised concerns will be informed by the person handling the matter, how they can make contact, and if any further assistance is required. The investigators will give as much feedback as they can without infringing a duty of confidentiality that may be owed to someone else, or that could jeopardise the investigations.

Exceptional circumstances in which the information provided by the whistleblower could not, or would not, be treated with the strictest confidentiality include:

- The Group is under a legal obligation to disclose the information provided.
- The information is already in the public domain.
- The information is given, on a strictly confidentiality basis, to the Group's legal counsel or the external auditor (EA) to obtain professional advice.
- Where the information is given to the police for criminal investigation.

If the Group is faced with a situation not covered by the above, and where the identity of the whistleblower has to be revealed, the investigators will not proceed unless consent is given by the whistleblower.

8 REPORTING TO THE AUDIT COMMITTEE (“AC”)

The IA or other Independent party will update all whistleblowing cases to the AC, setting out the information received, status and disposition of each case.

For each significant case, the details and outcome of the investigation shall be provided to the AC.

9 ADMINISTRATION

The policy will be reviewed periodically by the AC and revised with the Board’s approval.