



ANTI-BRIBERY AND CORRUPTION POLICY

REVISION HISTORY

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CONTENTS

1. Introduction
 - 1.1 Policy Statement
 - 1.2 Purpose
 - 1.3 Scope
2. What is bribery and corruption?
3. Types of Corruption
 - 3.1 Petty Corruption
 - 3.2 Grand Corruption
4. Anti-Bribery and Anti-Corruption Laws In Malaysia
 - 4.1 Applicable laws
 - 4.2 Malaysia
5. Gifts and Entertainment
 - 5.1 Courtesy in Business
6. Charitable and Political Contributions
 - 6.1 Political Donations
 - 6.2 Charitable Contribution
7. Hiring / Recruitment
8. Procurement
9. Money Laundering
10. Reporting Actual or Suspected Wrongdoings
11. Acknowledgment
12. Appendix 1
13. Appendix 2
14. Appendix 3
15. Appendix 4
16. Appendix 5

1. INTRODUCTION

1.1 Policy Statement

Supermax Corporation Berhad (“SCB” or the “Company”, SCB and its subsidiaries collectively known as the “Group”) is committed to conduct our business and operations in an honest and ethical manner and being compliant with law and regulatory provisions to control and prevent bribery and corrupt practices.

There shall be zero-tolerance approach to bribery and corruption in the Group and we are committed to implement and enforce effective systems to fight against bribery and corruption through an effective and viable framework of core requirements and a set of minimum standards.

1.2 Purpose

The purpose of this handbook is to ensure compliance with all applicable laws and regulations, particularly laws against corruption and bribery in Malaysia and within the jurisdiction the Group operates.

This handbook sets out the Group’s policies and guiding principles to conduct our business with integrity, objectivity and high ethical standards. This policy sets out the minimum standard that must be followed. Where local laws, regulations or rules impose a higher standard, that higher standard must be followed.

1.3 Scope

This handbook applies to all employees (full and part-time), contract workers, consultants, officers and directors of the Group in Malaysia and any other countries in which the Group operates. In addition, we will endeavour to ensure that people acting on our behalf do also comply with our policy against bribery and corruption.

2. WHAT IS BRIBERY AND CORRUPTION?

2.1 Bribery means giving or receiving an unearned reward to influence someone's behaviour. One common form of bribery is a "kickback" – an unearned reward following favourable treatment.

2.2 Corruption means any unlawful or improper behaviour that seeks to gain an advantage through illegitimate means. Bribery, abuse of power, extortion, fraud, deception, collusion, cartels, embezzlement and money laundering are all forms of corruption.

3. TYPES OF CORRUPTION

3.1 PETTY CORRUPTION

Also known as administrative corruption, it involves the exchange of very small amounts of money and the granting of small favours. However, these can result in considerable public losses.

3.2 GRAND CORRUPTION

It spreads through the highest levels of government, bringing about major abuses of power, disobedience of the rule of law, economic instability and the breakdown of good governance.

3.3 Types of Corruption is further elaborated in **Appendix 1** herein.

4. ANTI BRIBERY AND ANTI CORRUPTION LAWS IN MALAYSIA

4.1 Applicable laws

The Group will uphold all laws to counter bribery and corruption in the jurisdictions in which we operate. (summary of laws for countries other than Malaysia now in force can be found at **Appendix 2**)

4.2 Malaysia

For businesses and operations in Malaysia, we are bound to observe all relevant and applicable laws which include but are not limited to the Malaysian Penal Code, Malaysian Anti-Corruption Commission (MACC) Act 2009 and the Criminal Procedure Code which provides for offences and penalties for private and public sector corruption, including active and passive bribery, extortion, attempted corruption, abuse of office, corruption through agents and corruption in procurement process. Facilitation payments are generally considered akin to bribery payments and thus constitute an offense under the MACC Act. Gifts and hospitality are regulated under the Malaysian law: Gifts of any value must be declared if the intention is deemed uncertain. The Anti-Money Laundering Act criminalizes money laundering and contains provisions for the freezing and seizing of assets obtained through corruption. The Whistleblower Protection Act came into force in December 2010, but it does not protect informants who reveal information to a media. Malaysia is a State Party to the United Nations Convention against Corruption (UNCAC) and the UNCAC is the only legally binding universal anti-corruption instrument against Transnational Organized Crime.

Liability for acts of agents

The MACC Act 2009 has been amended with the inclusion of section 17A. The new section 17A, which will come into effect on 1 June 2020, not only establishes a new statutory corporate liability offence of corruption by a commercial organisation under Malaysian law, but also deems any director, controller, officer, partner or manager of a commercial organisation to be personally liable for the same offence if the commercial organisation is found liable, unless the relevant individual can prove that the offence was committed without his or her consent, and that he or she had exercised the requisite due diligence to prevent the commission of the offence. It simply means a director of a company could be prosecuted

under section 17A if an associated person such as an employee or subcontractor is caught involved in corruption for the benefit of the company.

5. GIFTS AND ENTERTAINMENT

5.1 Courtesy in Business

The Group recognises that the exchange of business courtesies, such as modest gifts, and entertainment (including meals, invitations to attend promotional events or parties) particularly during festive periods is customary and legitimate to create goodwill, and/or strengthen business and commercial relationships. Such courtesies are allowed if they are not lavish in the light of accepted business practices of the relevant businesses that the Group operates in and it is not made with the intention of influencing the party of whom it is being given, to obtain or reward the retention of a business or a business advantage, or as an explicit or implicit exchange for favours or benefits.

The Group's employees may only accept or offer gifts or business courtesies where the following requirements are met:

- i. they conform to applicable laws;
- ii. they are unsolicited;
- iii. they are not intended to exert influence over any third parties or obtain from them any undue advantage;
- iv. they are not intended to obtain or keep a given venture or business advantage;
- v. they are not intended to receive or extend a preferential treatment;
- vi. they are offered or received in an open and transparent manner;
- vii. they would not give rise to any conflict of interest situation; and
- viii. they do not violate, in any other manner, the provisions of the Group's Employee Handbook.

In addition to the above, each employee must declare, report and seek approval from the Management should any hospitality, gifts, entertainment and the like, received, exceeds RM100 per person.

5.2 Any gift or business courtesy received in violation of the foregoing provisions shall be forthwith returned or rejected. Where the return of the gift or courtesy is not possible, it shall be delivered to the Management, which will, after issuing the pertaining receipt, contribute them to a charity.

6. CHARITABLE AND POLITICAL CONTRIBUTION

6.1 Political donations

The Group does not make contributions to political parties. However, employees are permitted to make personal political contributions provided declaration is made to the Management.

6.2 Charitable Contribution

Charitable support and donations are acceptable (and indeed are encouraged), whether of in kind services, knowledge, time, or direct financial contributions. However, all employees must be careful to ensure that charitable contributions are not used as a scheme to conceal bribery.

7. HIRING / RECRUITMENT

7.1 Recruitment Procedure consists of a transparent process as follows:

- a. Initial screening will be conducted on the most qualified and suitable candidates;
- b. Such candidates will be called and evaluated in an interview session;
- c. Interview panel / personnel must not be have any relationship with the candidate;
- d. Candidates must disclose any known relationship with any employee(s) still working in the Company;
- e. Background and reference checks with previous employers on candidates with more detailed background checks for critical positions in the Company;
- f. Offer of employment will only be offered to a candidate upon the candidate undergoing successful medical screening;
- g. All new employees to undergo induction session on the date of joining the Company which includes introduction of the Company, terms and conditions of employment, Company Policy, Employment Handbook, work ethics which includes but not limited to the Company's policy on integrity during employment.

8. PROCUREMENT

CONTRACTORS AND SUPPLIERS

- 8.1 The Group is committed to uphold the highest standard of ethics and integrity in all aspects of its procurement activities.
- 8.2 Contractors or suppliers known or reasonably suspected of corrupt practices or known or reasonably suspected to pay bribes are to be avoided.
- 8.3 The Companies in the Group must ensure that all procurement activities are in line with the procurement policies and procedures that are applicable in their respective jurisdiction, which include:
- Due diligence of contractors and suppliers are undertaken before they are even considered by the Group.
 - All commercial contracts incorporate the provisions relating to business conduct, fighting corruption and unethical practices
 - In Malaysia, the General Terms and Conditions of License for contractors incorporate the provisions relating to business conduct, conflict of interest and fighting corruption and unethical practices
 - All commercial contracts with contractors and suppliers to incorporate a provision where the Group retains the right to audit third party's compliance with anti-bribery and corruption laws.
- 8.4 The Group shall conduct due diligence on prospective contractors and suppliers to confirm whether or not these external parties have in place anti-bribery programmes and that they will not engage in any improper practices.
- 8.5 Screening should be conducted on the company, its directors and top management through the due diligence process and procedures as established in the jurisdiction the company is located.
- 8.6 The scope and extent of the due diligence required will vary depending upon the circumstances of each proposed transaction.
- 8.7 The Group shall reserve the right to terminate their services in the event that these third parties pay bribes or act in a manner which is inconsistent with the Group's Anti-Bribery and Corruption Manual.
- 8.8 If any red flags are raised, these issues must be resolved. If it is not possible then the company must be barred from being its contractors and/or suppliers.

9. MONEY LAUNDERING

- 9.1 Money laundering is a process of converting cash or property derived from criminal activities to give it a legitimate appearance. It is a process to clean dirty money in order to disguise its criminal origin.
- 9.2 The Group strongly objects to practices and involvement related to money laundering, including dealing in the proceeds of criminal activities.
- 9.3 Money laundering has a negative effect on the global economic and financial growth as it diverts resources to unproductive activities and facilitates corruption and crimes. It could restrain legitimate business and destabilized financial institutions.
- 9.4 To avoid violating anti-money laundering laws, employees are expected to always conduct counterparty due diligence to understand their business and background and to determine the origin and destination of money, property and services.
- 9.5 Red flags may include but not limited to the following:
 - a. Payment made in currencies that differ from invoices;
 - b. Attempts to make payment in cash or cash equivalent (out of normal business practice);
 - c. Payments made by third parties that are not privy to the contract; and
 - d. Payments to or accounts of third parties that are not privy to the contract.

10. REPORTING ACTUAL OR SUSPECTED WRONGDOINGS

- 10.1 Any employee who knows of, or suspects, a violation of this handbook, is encouraged to whistle blow or report the concerns through the mechanism set out under the Group's Whistle Blowing Policy.
- 10.2 The provision, protection and procedure of the Whistle Blowing Policy for reporting of the violations of this handbook are available as **Appendix 4** herein. No form of retribution shall be made against any employee who reports in good faith of any known or suspected violations. All reports will be treated confidentially.
- 10.3 Notwithstanding the above, no malicious, vindictive or baseless accusations shall be made by any employee against another employee. Appropriate action shall be taken against any employee making such malicious, vindictive or baseless accusations.

11. ACKNOWLEDGMENT

- 11.1 All employees of the Group are to read and understand the Group's Anti-Bribery and Corruption Policy.
- 11.2 Employees who do not understand the Group's Anti-Bribery and Corruption Policy will be briefed on the requirements and obligations expected of them in the said policy.
- 11.3 If any of the Group's employee fails to report known or suspected violations, they may be subject to disciplinary action, including termination of employment.
- 11.4 All employees of the Group are the custodian of the Group's reputation and must pledge their individual commitment to adhere to the Group's Anti-Bribery and Corruption Policy in writing using the form attached at **Appendix 3**. Signing the form at **Appendix 3** is the respective employee's pledge to endorse, embrace and embody the Group's Anti-Bribery and Corruption Policy in all the business practices while on gainful employment by the Group.
- 11.5 At the corporate level, the Group has put in place preventive measures that reinforce ethical leadership, good governance, transparency, accountability and respect for the rule of law in their operational procedures. The Group has made a Corporate Integrity Pledge in the form attached at **Appendix 5** voluntarily made a unilateral declaration against corruption practices and express its resolve to work towards a highly principled business environment. The Group will uphold the five Anti-Corruption Principles for Corporations in Malaysia.



APPENDIX 1

Types Of Corruption

The United Nations Handbook on Practical Anti-Corruption Measures for Prosecutors and Investigators lists the more commonly encountered forms of corruption, which include:

- I. **PETTY CORRUPTION**
Also known as administrative corruption, it involves the exchange of very small amounts of money and the granting of small favours. These however, can result in considerable public losses.
- II. **GRAND CORRUPTION**
It spreads through the highest levels of government, bringing about major abuses of power, disobedience of the rule of law, economic instability and the breakdown of good governance.
- III. **ACTIVE AND PASSIVE CORRUPTION**
The former refers to the act of offering or paying a bribe (where the payment of a bribe has taken place) and the latter refers to the request or receiving of a bribe (a bribe was offered but not accepted).
- IV. **BRIBERY**
It is the most common form of corruption. It is described as the act of conferring a benefit in order to influence an action or decision. It comes in the form of cash, company shares, inside information, sexual or other favours, entertainment, employment or future benefits such as a retirement job. The benefit can pass directly to the person bribed, or indirectly to a third party such as a friend, relative, associate, favourite charity, private business, political party or election campaign. Once bribery has occurred, it can lead to other forms of corruption.
- V. **EMBEZZLEMENT, THEFT AND FRAUD**
Embezzlement, theft and fraud involve stealing by an individual exploiting his or her position of employment. Fraud involves the use of false or misleading information to induce the owner of property to part with it voluntarily. Theft is universally regarded as falling within corruption definitions where it occurs, carrying with it as it does, a breach of a fiduciary duty.
- VI. **EXTORTION** It relies on coercion to induce cooperation, such as threats of violence or the exposure of sensitive information.
- VII. **ABUSE OF FUNCTION** The abuse of function or position is the performance of or failure to perform an act by a public official, in violation of the law, to obtain an undue advantage for himself/herself or for another person or entity.
- VIII. **FAVOURITISM AND NEPOTISM** Favouritism, nepotism and clientelism all involve abuses of discretion. Such abuses usually do not involve a direct personal

benefit to an official but promote the interests of those linked to the official, be it through family, political party, tribe or religious group.

- IX. **CREATING AND EXPLOITING CONFLICTING INTEREST** Most forms of corruption involve the creation or exploitation of some conflict between the professional responsibilities of an individual and his or her private interest. The offering of a bribe creates such a conflict where none may have existed hitherto. In both the public and private sectors, employees and officials are routinely confronted with circumstances in which their personal interests conflict with their responsibility to act in the best interests of the state or their employer. Well-run organisations have systems to manage these situations, usually based on clear codes of conduct.
- X. **IMPROPER POLITICAL CONTRIBUTION** Donations made with the intention or expectation that the party will, once in office, unduly favour the interests of the donor, is tantamount to the payment of a bribe.

APPENDIX 2

SINGAPORE

The Prevention of Corruption Act

The Prevention of Corruption Act makes it a crime for any person, by himself or together with any other person, to corruptly give, promise or offer to any person any gratification as an inducement to or reward for any person doing or forbearing to do anything in respect of any matter or transaction whatsoever, actual or proposed. The Act specifically prohibits such payments, promises or offers to any member, officer or servant of a public body.

The Prevention of Corruption Act also makes it a crime for any person, by himself or in conjunction with any other person, to corruptly solicit or receive, or agree to receive for himself or for any other person, any gratification as an inducement to or reward for any person doing or forbearing to do anything in respect of any matter or transaction, actual or proposed.

These prohibitions explicitly apply to actions by agents.

The punishment for such offences includes a fine not exceeding \$100,000 or imprisonment for a term not exceeding 7 years or to both.

UNITED KINGDOM

The Bribery Act

The Bribery Act makes it a criminal offence to bribe, or to offer or authorize a bribe to another person (including a foreign official) or to be the recipient of a bribe. The Bribery Act expressly prohibits the following conduct:

- (1) offering, promising, or giving a financial or other advantage to another person intending to induce a person to perform a relevant function or activity improperly (including facilitation payments or where receipt of an advantage is itself improper), or to reward them for doing so;
- (2) requesting, agreeing to receive or accepting a financial or other advantage intending that in consequence a relevant function or activity should be performed improperly, or as a reward for improper performance, or where there is improper performance in anticipation of such an advantage; and
- (3) offering, promising or giving a financial or other advantage to a government official or to another at the government official's request or with his assent, intending to influence the official in his capacity as an official and intending to obtain or retain business or an advantage in the conduct of business for the Company or that Group entity.

The Bribery Act also makes it a criminal offence for companies to fail to prevent bribery committed by a person "associated with" the Company or intends to obtain or retain business or an advantage in the conduct of business for the Company. "Associated persons" can include employees, subsidiaries and third party agents, and anyone else

who performs services for the Company. The only defence is to show that the Company had "adequate procedures" to prevent the bribery from taking place.

All offences under the Bribery Act are punishable by unlimited fines for companies and individuals. Individuals may also be subject to an imprisonment term of up to ten years.

UNITED STATES OF AMERICA

The Foreign Corrupt Practices Act

The Foreign Corrupt Practices Act or commonly known as the FCPA generally applies to US "issuers" and "domestic concerns." The definition of "issuers" includes all US and non-US companies that list shares on a US stock exchange (e.g., NYSE or NASDAQ) as well as any company that has Level 1 or Level II American Depository Receipts (ADR) programmes.

The definition of "domestic concerns" includes:

- (1) any individual who is a citizen, national, or resident of the US; and
- (2) any corporation, partnership, association, joint-stock company, business trust, unincorporated organization, or sole proprietorship which has its principal place of business in the US, or which is organized under the laws of a State of the US.

All of the Group's US operations, and US employees are domestic concerns and subject to the jurisdiction of the FCPA.

In addition, non-US persons can be held liable for FCPA violations if they cause an act to be done in the US by any person acting as the agent of the non-US person.

The FCPA prohibits individuals and entities from knowingly paying money or giving anything of value to a (i) government official outside the US (i.e., a "foreign official"), or (ii) any foreign political party or official thereof or any candidate for foreign political office in order to obtain or retain business or secure an improper advantage. The FCPA specifically prohibits the following conduct:

- (1) knowingly offering, promising, or authorizing to pay money or "anything of value" (e.g., reimbursement of expenses, promise of employment or personal favors);
- (2) directly or indirectly (e.g., through a representative), offer "anything of value" to any foreign official, political party or official of a political party, or candidate for political office; and
- (3) with the intention of corruptly influencing such official to obtain or retain business or to otherwise secure any improper business advantage.

A "foreign official" for purposes of liability under the FCPA includes officials elected or appointed to a government position, government ministers, employees of government agencies or offices, and employees of state-owned entities, including commercial entities that are partly owned by the state.

The FCPA prohibits such payments, promises or offers when they are made directly or indirectly through agents, partners, representatives, distributors or other authorized parties.

In certain situations, the FCPA does provide an exception for so-called "facilitation payments", i.e. facilitating or expediting payment to a foreign official, political party, or party official, the purpose of which is to expedite or to secure the performance of a routine governmental action by a foreign official, political party, or party official. However, please note that the Group's policy does not allow any such payments.

The FCPA is a criminal statute. A fine for a single violation may cost a company up to US\$2 million and violations are often aggregated. Individuals may be sent to prison for up to five years and subject to fines of up to US\$100,000 per violation.

CANADA

Corruption of Foreign Public Officials Act

Foreign bribery under Canadian law is governed by the **Corruption of Foreign Public Officials Act** ("CFPOA") which makes it an offence to: i) directly or indirectly give, offer or agree to give or offer any form of advantage or benefit to a foreign public official to obtain an advantage in the course of business; or ii) engage in certain accounting practices where those practices are employed for the purpose of bribing a foreign public official or concealing a bribe.

Domestic bribery and corruption is governed under the **Criminal Code** which prohibits various forms of corruption including bribery of various officials, frauds on the government, breach of trust by a public officer and secret commissions, as well as various corrupt accounting and record-keeping practices.

Foreign companies and individuals are subject to the corruption offences in either the CFPOA or the Criminal Code if the offence is deemed to have taken place in Canada.

Both individuals and companies can be held liable under Canada's anti-corruption laws and may be subject to significant fines and maximum jail terms ranging between 5 to 14 years. Companies will be held liable where the act was committed with the knowledge of a "senior officer", as defined under the *Criminal Code*. Case laws have established this includes individuals responsible for managing an important aspect of an organisation's activities, including middle management.

BRAZIL

Clean Company Act

Brazil's Clean Company Act 2014 holds companies responsible for the corrupt acts of their employees and introduces strict liability for those offences, meaning a company can be liable without a finding of fault. The Act provides strict civil and administrative penalties but no criminal penalties for companies. However, the Criminal Code establishes domestic criminal offences.

Prohibited Conduct

- To finance, pay or subsidise the performance of a prohibited act;
- Bid rigging and fraud in public procurement; and
- Direct/indirect acts of bribery/attempted bribery of Brazilian public officials/foreign public officials.

Penalties for companies under the Act include fines of up to 20% of a company's gross revenue from the previous year or suspension or dissolution of a company. Importantly, prosecutors are not required to prove a company's representatives acted with criminal or corrupt intent, and companies are not afforded a legal defence for implementing 'adequate procedures' to prevent corrupt acts.

HONG KONG

The Prevention Of Bribery Ordinance

The Prevention of Bribery Ordinance (POBO) is the primary anti-corruption legislation in Hong Kong. It establishes a series of offences for corrupt conduct, as well as specific offences relating to bribery in connection with public procurement, tenders and auctions, and illicit enrichment by public officials.

The Organised and Serious Crimes Ordinance criminalises money laundering and makes it an offence for a person to deal with property that is known or reasonably believed to be the proceeds of an indictable offence. Importantly, this ordinance imposes disclosure obligations that will, in many instances, mandate disclosure of conduct that implicates the POBO.

Generally speaking, the offer, solicitation or acceptance of an advantage as a reward or inducement for or on account of someone (not) doing an act or showing (dis)favour constitutes an offence (subject to certain exceptions). There need not be a quid pro quo; the well-established principle that benefits offered to develop or retain goodwill (ie, 'sweetening') may fall foul of Hong Kong's bribery laws.

Hospitality restrictions

3 particular features of the POBO affect the offer and receipt of gifts, entertainment, travel and training:

- Where the recipient is duly authorised, usually no offence is committed by either the offeror or recipient.
- The POBO specifically carves out the provision of food and drink-based entertainment as a permissible exception.
- If given in a purely private or personal context (ie, not on account of the recipient's role or office), the benefit is unlikely to contravene the POBO.

Outside these circumstances, offering such benefits as a direct reward or to develop goodwill and retain a general favourable disposition has the potential to violate the POBO.

The surrounding circumstances must always be assessed to determine whether gifts, hospitality, travel and training are in fact bribes. The POBO provides no *de minimis* exceptions and it is unlikely that the 'triviality' of a benefit would prevent it from being judged to be an advantage. Factors to take into account in determining whether an advantage constitutes a bribe include:

- the purpose of the benefit;
- the value and frequency of the benefit (lavish or extravagant benefits are red flags);
- whether the benefit is equally offered to others or just the recipient in question;
- the relationship between the offeror and the recipient – in particular, if there are official dealings between them (in the public sector, gifts, hospitality and other benefits should not be accepted or authorised in such circumstances); and
- the recipient's position and role (eg, gifts from subordinates in particular are often discouraged or not permitted in the public sector).

JAPAN

Unfair Competition Prevention Act

The Unfair Competition Prevention Act (UCPA) addresses bribery of foreign public officials. The UCPA applies to: (i) an individual of any nationality, if the violation is committed in Japan; (ii) a Japanese national who offers a bribe to any foreign official regardless of where such conduct occurs.

The UCPA may also have application to an entity whose representative, agent or employee has engaged in the above types of conduct.

The Penal Code addresses bribery of both Japanese and foreign public officials. The Penal Code applies to: (i) an individual of any nationality, if the violation is committed in Japan; (ii) a Japanese national who offers a bribe to any public official (whether that official is Japanese or foreign) regardless of where such conduct occurs. The Penal Code, in this context, only applies to individuals (this would include representatives, agents and employees), however does not apply to the entity itself.

Article 198 concerns the offer, promise, or actual giving of a bribe by an individual in Japan or Japanese national outside of Japan as defined in Articles 197-197(4) of the Penal Code. The penalty for a violation of Article 198 can be as high as imprisonment with labour (up to three (3) years) or a fine of ¥2.5 million for the public official.

Article 967 of the **Corporations Act** addresses the crime of bribery as it relates to officers, managers, auditors and others with authority to make business decisions for a relevant entity. However, Article 967 of the Corporations Act requires a "wrongful request" as an element to establish such crime. A "wrongful request" constitutes a situation where a request for highly unreasonable conduct has been made.

In cases of entertainment/socializing and gifts, where a company's employees/officers are neither national public officials nor "deemed public officials", their engagement in social

events and/or receipt of gifts from others would not generally be considered criminal so long as these activities fall within a socially acceptable scope. In the case of very extreme conduct there is some potential for them to be dealt with under the provisions of the Corporations Act and the Penal Code, as mentioned above.

In those cases, the party that provided the benefit may then possibly face potential prosecution as an accomplice.

As an employee, contract worker, consultant, officer or director, you are required to read and understand our Anti-Bribery and Corruption Policy, and acknowledge that you have done so and will comply with it.

Please check the appropriate boxes below:

I, acknowledge that I have read and understood the Group's Anti-Bribery And Corruption Policy.

I confirm that I will comply with the Group's Anti-Bribery And Corruption Policy throughout my employment with the Group.

I confirm that I will report any known or suspected violations of Anti-Bribery and Corruption Policy or anti-corruption laws to the Group.

I confirm that I understand that a violation of the Anti-Bribery and Corruption Policy would constitute a disciplinary offence that could Result in disciplinary action including termination as well as potential Criminal investigation and prosecution.

I shall fully abide by the laws, rules, regulations, procedures and policies Against enforced in the country I work in.

Name:

Position:

Signature:

Date:

APPENDIX 4

WHISTLEBLOWING POLICY & PROCEDURE

1.0 POLICY

Supermax Group's whistle blowing policy is aimed at protecting the integrity, transparency, impartiality and accountability where Supermax Group conducts business operations. The whistle blowing policy provides a structured reporting channel and guidance to all employees and external parties to whistle blow without the fear of victimization

2.0 PREAMBLE

Supermax Group conducts business based on the principle of fairness, honesty, openness, decency, integrity and respect.

The Group's internal control and operating systems are intended to detect and to prevent or deter improper or illegal activities. However, even the best system of control cannot provide absolute safeguard against irregularities, improper or illegal activities.

The Group, therefore has the responsibility to investigate and report to appropriate parties, allegation of suspected improper or illegal activities and take appropriate actions.

Hence, employees and third parties are encouraged to use the guidance provided by the Whistle blower Policy to report all allegation of suspected misconduct, irregularities or improper and illegal activities.

3.0 SCOPE AND OBJECTIVES

The procedures govern the reporting and investigation of improper or illegal activities at Supermax Group as well as the protection offered to the "whistle blower".

It, however, does not apply or change the Company's policies and procedures for individual employee grievances or complaints relating to job performance, terms and conditions of employment, which will continue to be administered and reviewed by Supermax Group Human Capital, Operations and Administration Department.

4.0 DEFINITIONS

4.1 Whistleblower

A person making a protected disclosure about improper or illegal activities is commonly referred to as a whistle blower. The whistle blower maybe Supermax Group employees, applicant for employment, vendors, contractors, customers or general public.

The whistle blower's role is as a reporting party. They are not, investigators or finders of facts, nor do they determine the appropriate corrective or remedial action that may be warranted.

4.2 Good faith

Good faith is evidence when a report is made without malice or consideration of personal benefit and the whistle blower has a reasonable basis to believe that the report is true, provided, however, a report does not have to be proven to be true to be made in good faith. Good faith is lacking when the disclosure is known to be malicious or false.

4.3 Misconduct / Improper Activity

Example of misconduct includes, but not limited to theft, corruption, breaches, fraud including financial fraud and accounting fraud, behaviour that is not in line with the Company value, attempted acts of interference, retaliation, threats, reprisal, coercion or intimidation, violation of law and regulations, unethical behaviour or practices, endangering to public health or safety, violation of Company's policies, and negligence of duty alike.

5.0 PROCEDURES

5.1 General guidance

The Company presumes that whistle blowers will act in good faith and will not make false accusation when reporting of misconduct by the Company's employees.

5.2 Reporting allegation of misconduct or improper activities

- Any person may report allegations of suspected serious misconduct or any breach or suspected breach of law or regulation that may adversely impact the Company, the Company customers, shareholders, employees, investors or the public at large.
- Acts of misconduct may be disclosed in writing, in person telephonic ally. However, all reports are encouraged to be made in writing, so as to assure a clear understanding of the issues raised.
- Individuals are recommended to self-identify, though it is not a requirement.
- All reports can be sent directly to the Chief Executive Officer, Executive Director, Director, Chairman of the Audit Committee, Head of Human Capital Department, and Head of Internal Audit Department.

The common contact address is as detailed below :- Lot 38, Putra Industrial Park, Bukit Rahman Putra, 40160 Sungai Buloh, Selangor Darul Ehsan.

In case of reports sent through email, it is recommended to use the contact address detailed below:-

whistle@supermax.com.my

Although the whistle blower is not expected to prove the truth of an allegation, he or she needs to demonstrate to the person contacted that there are sufficient grounds for concern.

5.3 Investigation On Alleged Misconduct Or Improper Activities Any report received by a director, the Company officials, or employee should be forwarded immediately to the Chief Executive Officer.

Should a report involves or implicates the Chief Executive Officer, the Chief Executive Officer will promptly recuse himself from the investigation and inform the Chairman of the Audit Committee in writing. The Audit Committee may thereafter promptly appoint impartial attorneys to investigate the report. Those attorneys will conduct an investigation of the report and report their conclusion to the Audit Committee consistent with the Whistle blowing Policy.

6.0 PROTECTION OF WHISTLEBLOWERS PROCEDURES

Consistent with the policies of the Company, the Chief Executive Officer, the Audit Committee, the directors and the Company's management will not retaliate or attempt to retaliate, and will not tolerate any retaliation or attempted retaliation by any other person or group, directly or indirectly, against anyone who, in good faith, makes a report or provided assistance to the Chief Executive Officer, the Chairman of the Audit Committee or the Company management or any other persons or group, including any governmental, regularity or law enforcement body, investigating or otherwise helping to resolve a report.

7.0 RECORDS

The Head of Human Capital Department will retain on a strictly confidential basis for a period of 7 years all records relating to any report and the investigation to its resolution. All such reports are classified privileged and confidential.

APPENDIX 5

MALAYSIAN CORPORATE INTEGRITY PLEDGE

Recognizing that:

- ❖ The Anti-Corruption Principles for Corporations in Malaysia, as may be amended or revised from time to time, are principles to which companies in Malaysia should commit to promote integrity, transparency and good governance in all aspects of its operations;
- ❖ To conduct business free from corruption and in accordance with the Anti-Corruption Principles for Corporations in Malaysia and to ultimately act in the best interests of the Company and its shareholders, as corruption destroys shareholder value, undermines the confidence of investors, and is the antithesis of sustainable growth,

..... hereby pledges that it shall:

- ❖ Not, through any of its employees, agents or subsidiaries commit any corruption offence under any law, such as the MACC Act 2009 or Penal Code;
- ❖ Not conduct any business practices or activities that would require or encourage any of its employees, agents or subsidiaries to commit such offences; and
- ❖ Work together with its business partners, regulators and law enforcement agencies to create a business environment that is free from corruption, and
- ❖ Uphold the Anti-Corruption Principles for Corporations in Malaysia in the conduct of its business and in its interactions with its business partners and the Government.

Execution by affixing the common seal
THE COMMON SEAL of

on

Name:.....

Signature: