



Building Solid Foundations

THE PINTARAS GROUP

**ANTI-BRIBERY AND ANTI-CORRUPTION POLICY
MAY 2020**



Introduction

- 1.1 Pintaras Jaya Berhad and its subsidiaries (collectively known as “Pintaras”) are committed to conducting its business ethically and in compliance with all laws and regulations in the countries where it operates. These laws include but are not limited to the Malaysian Penal Code (revised 1977), the Malaysian Anti-Corruption Commission Act 2009 (revised 2018), the Malaysian Companies Act 2016 and the Singapore Prevention of Corruption, Chapter 241 which includes the Penal Code, Chapter 224. These laws prohibit acts of bribery and corruption and require that companies establish and maintain adequate procedures to prevent bribery and corruption.
- 1.2 This Policy is applicable globally. You will be subject to the laws of the country you are in if you are traveling outside Malaysia but the principles of this Policy must be adhered to regardless of whether or not that country has specific anti-bribery or anti-corruption laws. Where there is a conflict between the specific anti-bribery and anti-corruption laws and the principles contained in this Policy, the stricter provision shall prevail.
- 1.3 If an offence is committed by a commercial organisation, the MACC Act also deems its directors, controller, officer, partner or persons concerned in its management of affairs to have committed the same offence. It is therefore important that our employees, personnel and stakeholders understand how bribery and corruption may be committed and the legal consequences arising from such act as well as to take steps to prevent the occurrence of bribery and corruption practices.

Objective of the Policy

- 2.1 This policy sets out the general principles and standards of Pintaras on anti-bribery and anti-corruption. It enunciates our zero tolerance towards all forms of bribery and corruption with strict adherence to all laws and regulations. Corruption may include “bribery” which is any offering, promising, giving, requesting, agreeing to receive, accepting a gratification or other advantages with the intention of inducing or rewarding someone to perform their job function or activity improperly. Form of bribery includes kickbacks, inflated commissions, expensive gifts, political donations, failure to take appropriate action, excessive or inappropriate entertainment.
- 2.2 Pintaras prohibits all forms of bribery and corruption practices and makes no distinction between whether they are being made to persons in the public or private sectors. Pintaras’s relationships with public officials and any other parties are based on transparency and integrity. Our employees must not directly or indirectly pay, offer or promise any gratification to any public official or their family members as an inducement for or reward for acting improperly. Furthermore, our employees must not directly or indirectly pay, offer or promise any gratification to customers or any other party for the purpose of exerting influence, soliciting payment or other unfair or illegal preferential treatment. Our employees will not suffer demotion, penalty or other adverse consequences in retaliation for refusing to pay or receive bribes or participate in any corrupt behavior.

Scope of the Policy

- 3.1 This Policy is applicable to anyone who is employed by or work at Pintaras (whether in Malaysia or outside Malaysia and whether permanent, fixed-term or temporary basis), directors, (executive and non-executive), company secretaries and committee members of Pintaras (together, “**Personnel**”). It is also applicable to contractors, sub-contractors, consultants, agents, representatives and service providers of any kind performing work or services, for or on behalf of Pintaras (together, “**Business Partners**”).



- 3.2 If any, joint venture companies, in which Pintaras is a non-controlling shareholder or partner, and associated companies are encouraged to adopt this Policy as the bare minimum or similar principles and standards as part of their anti-corruption framework.
- 3.3 The term “public officials” when used in this Policy shall mean official of any government, government agencies or any regulatory, statutory or administrative bodies, whether local or foreign.

Facilitation Payments

- 4.1 Facilitation payments are form of payments made personally to an individual in control of a process or decision to secure or expedite the performance of a routine or administrative duty or function (e.g. influencing the timing of processing or issuance of permits). In Malaysia, facilitation payment is illegal. It is seen as a form of corruption. Regardless of whether it is legal in any other country, facilitation payment is strictly prohibited under this Policy.
- 4.2 Our Personnel and Business Partners must not directly or indirectly offer, promise or give any form of facilitation payment to any public officials for any purposes.
- 4.3 If a request is encountered, our Personnel must immediately report the incident to their immediate superior for their further action.

Gifts, Entertainment & Hospitality

Gifts

- 5.1 Our Personnel and Business Partners must not directly or indirectly solicit for gifts from any party for themselves or for or on behalf of Pintaras. Our Business Partners should not give gifts to our Personnel.
- 5.2 Our Personnel must record any gift received, irrespective of value, in the Gifts Register within five (5) working days of receipt. In no circumstances may our Personnel (or anyone on their behalf) accept gift in the form of cash or cash equivalent from any party having business dealings with Pintaras.
- 5.3 Although the general principle is to immediately refuse and return gifts offered by an external party, accepting or receiving a gift on behalf of the Company may be allowed only under limited circumstances as follows:
- (a) Corporate gift not exceeding RM300 in a single receipt;
 - (b) Customary and lawful under the circumstances;
 - (c) Do not have or are perceived to have (by either the giver or the receiver), any effect on actions or decisions;
 - (d) No expectation of any specific favour or improper advantages from the intended recipients;
 - (e) Independent business judgment of the intended recipients not affected;
 - (f) No corrupt / criminal intent involved; and
 - (g) Gift and hospitality to be done in an open and transparent manner.

When in doubt about the acceptability, the gift must be refused.



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Subject to the above, our Personnel may accept the gift on the Company's behalf and hand over the gift to the Chief Executive Officer/Managing Director who may decide that the gift be given to charity, included in a festive draw within the departments or share with other employees in the department or in any other appropriate manner.

Entertainment

- 5.4 While Pintaras recognizes that entertainment is a central part of business etiquette, it may create a negative perception if observed or known by others despite selfless motives behind the entertainment provided. Our Personnel must always bear in mind that perception is more important than facts and therefore our Personnel is expected to always exercise proper care and good judgement when providing entertainment to external parties, especially when it involves public officials.
- 5.5 Our Personnel are strictly prohibited to directly or indirectly provide or offer to provide entertainment with a view to cause undue influence or in exchange for favours or advantages. Such acts are constituted as corruption.
- 5.6 Pintaras recognises that occasional acceptance of a reasonable and modest level of entertainment provided by Business Partners or other parties in the normal course of business is a legitimate way to network and to build good business relationships. However, it is important for our Personnel to exercise proper care and good judgement before accepting entertainment offered or provided by Business Partners or other external parties. This is to safeguard Pintaras's reputation and avoid allegations of impropriety, undue influence or corruption.
- 5.7 Our Personnel must at all times conduct themselves with integrity in relation to accepting entertainment from any party. Our Personnel or any of their family members must not accept entertainment in exchange for an exercise or non-exercise of their job function or activity.

Corporate Hospitality

- 5.8 Corporate hospitality is generally corporate events or activities organised by an organisation, which involves entertainment of employees and/or other parties for the benefit of that organisation. Examples of corporate hospitality includes seminars / workshops / talks on subject matters relevant to the industry and town hall sessions. Other parties may include customers, subcontractors, consultants, bankers, suppliers, service providers of any kind and any other stakeholders with whom a business relationship (whether past, present or prospective) exists and the public at large.
- 5.9 Providing Corporate Hospitality

Pintaras recognises that providing corporate hospitality be it through corporate events, sport events or other public events, is a legitimate way to network, promote goodwill and build business relationships.

While providing appropriate and proportionate corporate hospitality is a reflection of Pintaras's courtesy and generosity, our Personnel must exercise proper care and good judgement to ensure that the arrangement is legal under applicable laws, made for the right reasons and reasonable in its form and limit. More importantly, it must not be given or give rise to the perception that it is given to obtain business or advantage of any kind or unduly influence the outcome of a business decision.

Pintaras is committed to complying with all applicable laws and our Personnel must exercise special caution when providing corporate hospitality to public officials. Our Personnel must consult their immediate superior when offering any corporate hospitality to public officials.



5.10 Accepting Corporate Hospitality

As a general principle, our Personnel must not directly or indirectly solicit hospitality or accept hospitality of any form that is excessive, inappropriate, illegal or given in response to, in anticipation of or to influence a favourable business decision. For instance, our Personnel must refrain from accepting corporate hospitality from Business Partners who are engaged in a tender or competitive bidding exercise with Pintaras.

Notwithstanding the above, Pintaras recognises that occasional acceptance of an appropriate level of corporate hospitality given in the normal course of business is usually a legitimate contribution to building good business relationships. However, our Personnel must exercise proper care and good judgement to ensure that the arrangement is legal under applicable laws, made for the right reasons and reasonable in its form and limit. More importantly, it must not be accepted or give rise to the perception that it is accepted to obtain business or advantage of any kind or unduly influence the outcome of a business decision.

Donations and Sponsorships

6.1 Prohibition of Donation / Contribution to Political Parties or Individual Politicians

Our Personnel and Business Partners must not make donation or funding of any kind to political parties or individual politicians or towards political campaigns or initiatives for or on behalf of Pintaras.

Our Personnel may participate in political activities in their individual capacity with their own money and at their own time but to make it clear that their individual political views and actions are personal and not reflective or representative of Pintaras.

6.2 Charitable or Educational Donations and Sponsorships

Pintaras will only provide charitable or educational donations and public welfare sponsorships if they are ethical and legal under applicable laws. All donations and sponsorship expenses must be approved in accordance with Pintaras's standard operating procedures.

6.3 Our Personnel and Business Partners must never use donations or sponsorships to obtain business or advantage of any kind or unduly influence the outcome of a business decision or cause others to perceive it as such.

Business Partners and Their Conduct

7.1 Our Personnel must carry out proper due diligence process and comply with all applicable Pintaras's standard operating procedures before on-boarding any Business Partners. This includes informing them of Pintaras's Anti-Bribery and Anti-Corruption Policy.

7.2 Our Personnel must monitor our Business Partners' performance from time to time to be in compliance with this Policy, and where breach or suspected breach arises, immediate action must be taken. Failure to comply with this Policy by our Business Partners may lead to immediate termination of contract and claim for damages.

7.3 In addition to all applicable anti-bribery and anti-corruption laws to which it may be subjected to, Pintaras expects our Business Partners to comply with this Policy in relation to all dealings by them for, on behalf of or involving Pintaras. Our Business Partners must also refrain and procure its affiliates to refrain from taking any action that would result in a violation of any applicable anti-bribery and anti-corruption laws and this Policy.



- 7.4 Unless evidence suggests otherwise, all our Business Partners are independent contractors. They are neither agent of nor representative of Pintaras and they are not entitled or must not hold themselves out to have the authority to bind Pintaras for any purpose.

Dealing with Governments and Public Officials

- 8.1 Our Personnel and Business Partners must comply with all applicable laws, conduct themselves with integrity and apply the highest ethical standards whenever they deal or engage with government agencies, regulatory bodies, statutory bodies (whether local or foreign) and any of its officials.
- 8.2 Our Personnel or Business Partners must not directly or indirectly exert, or attempt to exert, any improper or illegal influence on public officials.
- 8.3 If any information is required by any government, government agencies, regulatory bodies, statutory bodies (whether local or foreign), our Personnel must always consult their immediate superior before responding to such requests and ensure that all information provided is in good faith, truthful and accurate.
- 8.4 Any improper or secret payments or transfer of items of any value (including facilitation payments) to public officials is strictly prohibited. If our Personnel or Business Partner have any doubts on whether such payments constitute an improper, secret and/or facilitation payments, they should refer to their immediate superior or an Executive Director.
- 8.5 Any improper or secret payments or transfers of items of value through intermediaries, or a third party, with the knowledge that all or part of the payment will contribute directly or indirectly as an improper, secret or facilitation payments to a public official is also strictly prohibited.

Conflicts of Interest

- 9.1 Conflicts of interest arise where there is personal interest that can be considered to have potential interference with objectivity in performing duties or exercising judgement on behalf of Pintaras. Our Personnel must avoid situations in which their personal interest would conflict with their duties and responsibilities. Our Personnel must not use their position, official working hours, Pintaras's resources and assets, or information available to them for personal gain or to Pintaras's disadvantage.
- 9.2 In situations where conflict of interest arises, our Personnel must immediately declare the matter to their immediate superior.

Whistleblowing Channel

- 10.1 In the event our Personnel and Business Partner suspect or reasonably believe that this Policy has been, or is being breached, they have an obligation to report their genuine concerns to their immediate superior or to the Executive Director and where applicable, such concerns may be reported using the reporting channels under the Whistleblowing Policy available at our corporate website.
- 10.2 All concerns reported will be taken seriously, treated in confidence and investigated. Anonymity shall be protected unless the disclosure is required by law pursuant to an investigation or legislation. Any retaliation directed against anyone making such report shall not be tolerated.



10.3 All reports shall be made in good faith and the report must be legitimate. Anyone who makes any malicious, scandalous or vexatious report, and particularly if they persist with such untrue allegations, shall be dealt with accordingly.

10.4 Our Personnel and Business Partner may address any queries or concerns about whether an act might constitute bribery or corruption to the immediate superior and/or an Executive Director.

Regular Monitoring and Review

11.1 Regular audits shall be conducted to monitor, review, improve and assess the performance, efficiency and effectiveness of the ongoing anti-bribery and anti-corruption efforts by Pintaras. Such audits may be conducted internally by Pintaras or by an external party. The results of any audit, risk assessment, review of control measures and performance shall be reported to the Audit Committee, and if required, acted upon accordingly.

11.2 Our Personnel is encouraged to raise any concerns or inadequacies in the anti-corruption compliance programme to the Audit Committee.

Enforcement for Non-Compliance

12.1 Pintaras regards acts of bribery and corruption seriously and will take appropriate actions in the event of non-compliance of this Policy. For our Personnel, non-compliance of this Policy may lead to disciplinary action and termination of employment.

12.2 For Business Partners, non-compliance of this Policy may lead to termination of contract and claim for damages.

Training and Communications

13.1 This Policy is a public document which shall be communicated to all our Personnel and Business Partners. Our Personnel and Business Partners must read and understand Pintaras's position on anti-bribery and anti-corruption.

13.2 Adequate training on Pintaras's anti-bribery and anti-corruption approach shall be provided to our Personnel.

Confirmation by Our Personnel

14.1 Effective from the date of this Policy, all our Personnel shall deem to have read, understood and will abide by this Policy. A copy of this confirmation shall be documented and retained by our HR Department for the duration of employment.

Revisions

15.1 This Policy will be updated, amended or revised from time to time to ensure its adequacy in implementation and enforcement.