

ANTI-CORRUPTION POLICY

1. INTRODUCTION

- 1.1. Gabungan AQRS Berhad and its subsidiaries (collectively referred to as the “GBG”) is committed to conduct business dealings with integrity and ethical manner. The Group requires all employees and Directors of the Group to be committed to acting professionally and with integrity in their business dealings.
- 1.2. GBG has adopted a zero-tolerance approach against all forms of bribery and corruption. The Group will take reasonable and appropriate measures to ensure that its businesses do not participate in corrupt activities for its advantage or benefit.
- 1.3. This policy leverages on the values and core principles set out in the Code of Ethics of GBG.

2. DEFINITION OF BRIBERY AND CORRUPTION

- 2.1. Bribery is the offering, promising, giving, accepting or soliciting of an advantage as an inducement for action which is illegal, unethical or a breach of trust. A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal benefit in the form of gifts, loans, fees, rewards or other advantages.
- 2.2. Corruption is the abuse of entrusted power for private gain.

3. ANTI-BRIBERY & ANTI-CORRUPTION POLICY STATEMENT

- 3.1. GBG is committed to applying the highest standards of ethical conduct and integrity in our business activities. Every employee and individual acting on GBG’s behalf is responsible for maintaining our reputation and for conducting company business honestly and professionally.
- 3.2. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationship wherever we operate. Employees who refuse to pay bribes or participate in acts of corruption will not be penalised even if such refusal may result in losing business.

The purpose of this policy statement is to:-

- i. set out our responsibilities, and of those working or providing goods and services for us in observing and upholding our position on bribery and corruption;
 - ii. provide information and guidance as to how we expect those working for us to conduct themselves and how to recognise and deal with bribery and corruption issues; and
 - iii. how to raise concerns with us including any breaches of this policy statement.
- 3.3. GBG’s Board of Directors are committed to implementing and enforcing effective systems throughout the operations.

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4. GUIDANCE ON COMMON FORMS OF BRIBERY AND CORRUPTION

4.1. CONFLICT OF INTEREST

4.1.1. Types of conflict of interest

- ✓ Personal dealing with suppliers and customers;
- ✓ Family members and close personal relationship;
- ✓ Investment activities;
- ✓ Dealing with suppliers, customers, agents and competitors;
- ✓ Outside employment and activities outside the Group; and
- ✓ Board membership.

4.1.2. In the event of such conflict, employees are required to complete the Conflicts of Interest Disclosure Form. The Conflicts of Interest Disclosure Form is as attached.

4.2. GIFTS AND ENTERTAINMENT

4.2.1. GBG has adopted a “No gift” policy. It is the responsibility of employees and directors to inform external parties involved in any business dealing with GBG that the Company practices a “No Gift Policy”.

4.2.2. Receiving gift – Employees are expected to immediately report the gifts received in the Gift or Benefit Activity Reporting Form which is available from HR.

4.2.3. If HOD approves the acceptance of the gift, he/she must also determine the treatment of the gift whether to:

- a. Donate the gift to charity; or
- b. Hold it for department display; or
- c. Share with other employees in the department; or
- d. Permit it to be retained by the employees.

4.2.4. Providing gift – The only form of gift-giving allowed to external parties is a corporate gift and they must fulfil the following conditions:-

- a. They are limited, customary and lawful under the circumstances;
- b. They do not have or are perceived to have (by either the giver or the receiver), any effect on actions or decisions;
- c. They must be no expectation of any specific favour or improper advantages from the intended recipients;
- d. The independent business judgement of the intended recipients must not be affected;
- e. There must not be any corrupt / criminal intent involved;
- f. The giving out of the gift and hospitality must be done in an open and transparent manner; and

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- g. Employees are not allowed to provide gifts to third parties with the exception of the Group CEO, Group Deputy CEO and Managing Directors.
- 4.2.5. Entertainment of a reasonable amount is allowed and must fulfil the following conditions:
- a) They are limited, customary and lawful under the circumstances;
 - b) Entertainment Expenses are allowed to be claimed by Manager and Senior Manager Level (grade M2 and above) only;
 - c) They do not have or are perceived to have (by either the giver or the receiver), any effect on actions or decisions;
 - d) There must be no expectation of any specific favour or improper advantages from the intended recipients;
 - e) The independent business judgment of the intended recipients must not be affected;
 - f) There must not be any corrupt / criminal intent involved; and
 - g) The giving out of the gift and hospitality must be done in an open and transparent manner.
- 4.2.6. Gift or Benefit Activity Reporting Form is as attached.
- 4.2.7. The Directors and Employees should be mindful in giving or receiving gifts or hospitality as it could be perceived as a way of improperly influencing the decision making of the recipient. Hence, the intention behind the gifts or hospitality should always be considered.

4.3. DONATIONS AND SPONSORSHIP INCLUDING POLITICAL DONATIONS

- 4.3.1. Charitable support and donations are acceptable, whether in-kind services, knowledge, time or direct financial contributions. However, all employees of GBG have to ensure that such provision does not conceal any form of bribery and have to adhere to the following conditions:
- a. Ensure such contributions are allowed by laws;
 - b. Obtain necessary internal and external authorisation, and will have to be approved by the Group CEO; and
 - c. Ensure it is adequately stated in the company's accounting books and records.
- 4.3.2. Employees are expected to immediately report the donation or sponsorship in the Gift or Benefit Reporting Form as attached.

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4.4. FACILITATION PAYMENTS

- 4.4.1. GBG prohibits accepting directly, or indirectly, facilitation payments from any person for the benefit of the employee himself.
- 4.4.2. All GBG staffs must not offer, promise, give, request, accept or receive anything which might reasonably be regarded as a facilitation payment.
- 4.4.3. If GBG staff receive a request or offered facilitation payments, must complete the Gift or Benefit Activity Reporting Form and report to the Head of Department as attached.

4.5. THIRD PARTIES AND AGENCIES

- 4.5.1. All third parties, including agents, suppliers, subcontractors and joint venture partners should be made aware of this Policy and the arrangements with them shall be subject to clear contractual terms, including specific provisions requiring them to comply with minimum standards and procedures relating to bribery and corruption.

5. RESPONSIBILITIES OF GBG PERSONNEL

- 5.1. All GBG personnel (including its directors, and directors and personnel of its controlled organisations) are required to carry out those responsibilities and obligations relating to the Company's anti-corruption stance, including the following
 - a) Be familiar with applicable requirements and directives of the policy and communicate them to the subordinates;
 - b) Promptly record all transactions and payments in GBG's books and records accurately and with reasonable detail;
 - c) Enquire with the author if any questions about this policy arise or if there is a lack of clarity about the required action in a particular situation;
 - d) Always raise suspicious transactions and other "red flags" (indicators of bribery or corruption) to immediate superiors for guidance on the next course of action;
 - e) Be alert to indications or evidence of possible violations of this policy;
 - f) Promptly report violations or suspected violations through the appropriate channels;
 - g) Attend required anti-bribery and corruption training as required according to position; and
 - h) Not misuse their position or GBG's name for personal advantage.
- 5.2. GBG's managers have a particular responsibility to ensure that the anti-corruption framework requirements are applied and complied with within their department or function and to monitor compliance with the policy.

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6. WHISTLEBLOWING POLICY

- 6.1. Gabungan AQRS Berhad is committed to achieving and maintaining the highest standards of openness, probity and accountability. Employees at all levels are expected to conduct themselves with integrity, impartiality and honest.
- 6.2. Any concern of the anti-corruption should be raised via the whistleblowing reporting channels, i.e. Head of Human Resource, Group Chief Financial Official (Group CFO), Senior Independent Non-Executive Director via the whistleblowing form. Whistleblowing policy can be referred to in our website and the reporting channels are described in the said policy.
- 6.3. Employees must at all times comply with the anti-corruption policy and report any possible corruption and bribery via the whistleblowing channel and GBG will treat all disclosures in a confidential and sensitive manner.

7. CONSEQUENCES OF NON-COMPLIANCE WITH THE POLICY

- 7.1. Failure to comply with this Policy may result in severe consequences. For GBG personnel, non-compliance could include internal disciplinary action, up to and including termination of employment. For external parties, non-compliance could include penalties, up to and including termination of contract. Further legal action may also be taken in the event that GBG's interests have been harmed by the results on non-compliance by individuals and organisations.
- 7.2. Violation of this Policy may also constitute a criminal offence under MACC Act. If it appears in the opinions of the Board that any director, officer, employee, consultant or contractor of GBG may have violated such laws, then GBG may refer the matter to the appropriate regulatory authorities, which could lead to civil or criminal penalties for GBG and/or the responsible person.

8. RECORD KEEPING

- 8.1. It is important that proper and complete records be maintained and the employees must declare all hospitality or gifts accepted or offered, and submit details to the Head of Division for submission to the Human Resouce.
- 8.2. All employees are required to fill up the staff declaration form that they have read, understood and abide by the GBG's Anti-Corruption Policy.
- 8.3. Record keeping will be subject to audit trail later by the internal audit.

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9. COMPLIANCE TO THE LAW

- 9.1. The Group will comply with all applicable laws, rules and regulations of the governments, commissions and exchanges in jurisdictions within which the Group operates. Directors and Employees are expected to understand and comply with the Malaysian Anti-Corruption Commission Act 2009 (including any amendment thereof). The Group reserves the right to report any actions or activities suspected of being criminal in nature to the police or other relevant authorities.

10. REPORTING OF VIOLATIONS OF THE POLICY

- 10.1. Any Employee is encouraged to whistle blow a violation of the Policy through the mechanism set out under the Group's Whistleblowing Policy. No individual will be discriminated against or suffer any sort of retaliation for raising genuine concerns or reporting in good faith on violations or suspected violations of the Policy. All reports will be treated confidentially.

11. STAFF DECLARATION

- 11.1. All GBG personnel shall certify in writing that they have read, understood and will abide by this policy. A copy of this declaration shall be documented and retained by the Human Resources Department for the duration of the personnel's employment. A sample declaration is attached.

12. REVIEW OF THE POLICY

- 12.1. The Board will monitor compliance with the Policy and review the Policy regularly to ensure its continuing suitability and effectiveness.

Conflict of Interest Disclosure Form



Disclosure Details	
Full name (name as per IC/passport)	
Employee number (if applicable)	
Position	
Division	
Department	
Describe the private interests that have the potential to impact on your ability to carry out, or be seen to carry out, your official duties impartially and in the public interest. (Describe your private interests and/or associations)	
Describe the expected roles/duties you are required to perform.	
Employee Declaration	
I declare that the above details of my private interests are correct to the best of my knowledge and am aware of my responsibilities to take reasonable steps to avoid any real or apparent conflict of interest in connection with my employment and to advise my manager of any relevant changes in my personal circumstances.	
_____ Name: Date:	
To be completed by Head of Division:	
Describe the action proposed to mitigate the real or perceived conflict which has been disclosed and the reasons for the decisions:	
The above action has been discussed with the employee and is appropriate to resolve the real or apparent conflict of interest disclosed above.	
_____ Name: Date:	
_____ Employee Endorsement Date:	

Gift or Benefit Activity Reporting Form



For Gift(s) or Benefit(s) RECEIVED by GBG Staff Members

Details of GBG staff member reporting the conflict of interest	
Full name (name as per IC/passport)	
Employee Number (if applicable)	
Position	
Division	
Department	
Details of donor	
Name of donor	
Name of organisation	
Details of gift(s) or benefit(s) received:	
Date gift(s) or benefit(s) received:	
Description of the gift(s) or benefit(s)	
Nature and circumstance of gift(s) or benefit(s) received	
Estimated value of gift(s) or benefit(s)	Note: gift(s) or benefit(s) retained by individuals greater than RM300 are subject to approval by division.
Who received the gift(s) or benefit(s)	
<input type="checkbox"/> Company	Note: gift(s) or benefit(s) valued over RM500 are authorised to be retained and become the property of the Company.
<input type="checkbox"/> Recipient	
Conflict of Interest (Col) Declaration	
I confirm that the acceptance of this gift or benefit does not give rise a conflict of interest or potential conflict of interest	<input type="checkbox"/> No Col/Potential Col <input type="checkbox"/> Col / Potential Col noted (complete below) If you suspect potential Col provide details:
GBG Staff Member Signature	Date:
Approval by Head of Division	
First Name	
Surname	
Employee Number (if applicable)	
Position	
Decision to retain, reject or transfer gift(s) or benefit(s) received	<input type="checkbox"/> Retain gift(s) or benefit(s) <input type="checkbox"/> Reject gift(s) or benefit(s) <input type="checkbox"/> Transfer gift(s) or benefit(s) to Company <input type="checkbox"/> Others: _____
Head of Division Signature Name:	Date:

PLEASE FORWARD COMPLETED FORM TO HUMAN RESOURCE DEPARTMENT

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Staff Declaration Form

I, _____, hereby declare that I have read and understood GBG's Anti-Corruption Policy. I will abide by the requirements and provisions set out in the Policy, as required by my employment contract.

Name :
Department :
Title :
Date :