

BINA PURI GROUP OF COMPANIES

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY



Bina Puri Holdings Bhd

1. Purpose

The purposes of this policy are to:

- (a) set out our responsibilities and the obligations of those working for us to observe, preserve and uphold our stance against bribery and corruption; and
- (b) provide information and guidance to recognize bribery including the procedures for dealing with such issues.

2. Policy Statement

Bribery is an act of soliciting, giving, accepting or receiving gratification, directly or indirectly, to/from a person in authority either in the form of money, services or valuable goods as an inducement or reward to do or not to do an act in relation to the person's principal affairs. Gratification may come in the form of money, donation, gift, loan, fee, reward, valuable security, property or interest in property of any description whether movable or immovable, financial benefit or any other similar advantages.

Bina Puri Holdings Bhd and its subsidiaries (collectively referred to as the "Group" or "Bina Puri") are committed to a zero-tolerance towards all forms of bribery and corruption by continuing to promote high standards of integrity and good governance with all applicable laws and regulations in the countries where we operate.

Bina Puri will constantly uphold all applicable anti-bribery and corruption laws in all jurisdictions including the Malaysian Anti-Corruption Commission (MACC) Act 2009, in respect of business conduct both at home and abroad.

The Board and Management are committed to implement and enforce effective and robust policies and procedures to prevent, monitor and eliminate bribery and corruption.

3. Scope

This anti-bribery policy applies to all employees including any of our subsidiaries and business associates or their employees, no matter where they are located, within or outside of Malaysia (collectively referred to as employees in this policy). The policy also applies to Officers, Trustees, Board, and/or Committee members at any level.

Any arrangements our company makes with a third party is subject to clear contractual terms, including specific provisions that require the third party to comply with minimum standards and procedures relating to anti-bribery and corruption.

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This policy covers:

3.1 Bribes

The Group prohibits all acts of Bribery and Corruption in its business dealings. Employees and its Business Associates shall not offer, give, receive or solicit any item of value to illegally influence the other party to secure an illegal benefit or outcome either for the organisation or the person concerned.

3.2 Gifts, Entertainment and Hospitality

- (i) The Group prohibit any giving and receiving of gifts, entertainment and hospitality to a business associate if it would be made with the intension of influencing the business associate to obtain or retain business or in exchange for benefits. The directors and employees should always exercise their good judgement and moderation when giving and receiving gift, entertainment and hospitality during business activities to protect the Group's reputation against any allegations of impropriety or corruption.
- (ii) The accepting or giving of the gift, entertainment and hospitality is only permitted when the gift, entertainment and hospitality are in compliance with the law and must not violate the giver or receiver's policies on the matter, and be consistent with local custom and practices, which may be varying in a different culture. The gift, entertainment and hospitality must be reasonable, modest and bona fide in nature.

3.3 Donations, Sponsorships and Other Supports

- (i) Being a responsible corporation, Bina Puri is ever ready to extend a helping hand and contribute towards various deserving organisations in the area where we operate. We allow and encourage charitable donation or sponsorship for legitimate reasons and permitted under the laws. Such donations and sponsorships however, must be made in good faith without any expectation of a reciprocal benefit or to influence the decision of the donation or sponsorship recipient. Any clarification required on the legitimacy or appropriateness of any request will be handled by the Group Corporate Communication, with proper approval from the Group EXCO Members.
- (ii) The Group is discouraged from making any contribution (in cash or in-kind) to support any political parties or candidates. However, should they receive such request, it is at the discretion of the Directors to approve based on the Group's pre-approved budget and Limit of Authority.
- (iii) As part of our normal business operation, Bina Puri may issue or receive support letters from suppliers, vendors or business partners. Such support letters shall be issued by qualified and authorised personnel and shall be factual and true and replicate the competency/capability of the said party, and shall not wrongfully influence any business decisions.

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4. Responsibilities

- 4.1 The Board of Directors continues to lead Bina Puri's anti-bribery and corruption efforts and has overall responsibility for ensuring this Policy complies with Bina Puri's legal and ethical obligations. The Board of Directors will provide the necessary leadership, resources and active support for management's implementation of this Policy.
- 4.2 All Employees including Directors and any Third Parties acting on behalf of Bina Puri are required to read, understand and comply with this Policy. They are strictly prohibited from directly or indirectly soliciting, accepting or offering bribes in relation to Bina Puri's businesses and operations. Any Employees or Third Parties who fail to adhere with this Policy will be subject to appropriate disciplinary measures.
- 4.3 Employees should circumvent situations in which personal interest could conflict with their professional obligations or duties. They must not use their positions, official working hours, Group's resources and asset, or information available for personal gain or to the Group's disadvantage. In circumstances where such a conflict occurs, the Employee shall declare the matter as per the Group's Human Resource (HR) policies.
- 4.4 All dealings with Third Parties shall be carried out with the highest ethical standards and shall comply with all relevant laws and regulations in Malaysia or in the relevant country, and Bina Puri's HR Policies and Procedures.

5. Record Keeping

- 5.1 All accounts, invoices, letters, agreements and other documents or records relating to the transactions and dealings with business associates shall be prepared and maintained with strict accuracy and completeness. There should be no records kept off-book to facilitate or conceal improper payment.
- 5.2 Employee must declare and keep a written record of all hospitality or gifts accepted or offered, which will be subject to managerial review. All expenses claims relating to hospitality, gifts or expenses incurred to third parties should be submitted in accordance with our expenses policy and specifically record the reason for the expenditure.
- 5.3 All records shall be retained for at least seven (7) years from its date of generation and produced on request.

6. Prohibition Against Retaliation

- 6.1 Employees are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries or concerns, these

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should be raised with your superior manager or further to the Group Executive Director.

6.2 All reports of wrongdoing or improper conduct will be treated in confidence and persons making such reports in good faith and on the basis of genuine concerns will be protected from retaliation, victimization and other adverse treatment.

6.4 No Employee or external party shall suffer demotion, penalty or adverse consequences as retaliation for refusing to participate in any illicit behaviour.

7. Training and Communication

7.1 All directors and employees of the Group shall declare in writing that they have read, understood and will abide by this policy.

7.2 Bina Puri's zero-tolerance approach to bribery and corruption must be communicated to all the business associates at the outset of the business relationship with Bina Puri and as appropriate thereafter. There shall be a copy of this policy extended to such business associates.

7.3 There shall be training and communication records kept by the Human Resource Department for reference.

8. Monitoring and Reviewing

8.1 The Group Executive Director's Office will monitor the effectiveness and review the implementation of this policy regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible. Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

8.2 Employees are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Group Executive Director's Office.

8.3 This policy does not form part of any employee's contract of employment and it may be amended from time to time.

The Policy Statement shall be read together with (if any):

- (i) Whistle-blowing Policy;
- (ii) Code of Conduct and Ethics; and
- (iii) All other related manuals, policies and procedures established by the Group.