



Menang Corporation (M) Berhad

ANTI- BRIBERY AND ANTI-CORRUPTION POLICY

1.0 OBJECTIVE

This Anti- Bribery And Anti-Corruption Policy ("the Policy") of Menang Corporation (M) Berhad ("MCB" / "the Company") is with reference to the Guidelines on Adequate Procedures pursuant to Subsection (5) of Section 17A under the Malaysia Anti-Corruption Commission (MACC) Act, 2009.

The main objective of the policy is to ensure that the Company establishes the necessary safeguards which should prevent any conduct of bribery or corruption from happening.

The Policy is developed to:

- Set out the responsibilities of MCB, and of those working for MCB, in observing and upholding the Company's position against corruption and bribery; and
- Provide information and guidance to those working for MCB on how to recognise and deal with corruption and bribery issues.

2.0 RESPONSIBILITY & COMPLIANCE

MCB and its subsidiary companies ("Menang Group") has a zero-tolerance approach to bribery and corruption and is committed to making the anti-bribery and anti-corruption effort a continuous effort to maintain the reputation and standards of our Group.

This Policy is applicable to all employees, whether full time or permanent, part time or temporary, on probation or contract and the Directors of Menang Group. It is the responsibility of every Employee and Director to read, understand and act in accordance with the policies, principles and guidelines detailed in this Policy and any update or amendment which may be issues from time to time by the Company.

It is also the employee's responsibility to report violations or suspected violation of this Policy and support the implementation of this Policy. Any clarifications, violation or suspected violation may be addressed to the Chairman of the Board or Senior Independent Director (*in the case of any Director*) and to the Company's Group Chief Executive Officer (*in all other cases*) or such other officers designated by the Company from time to time.

While the Company would make every effort to communicate and encourage awareness of our stance and this Policy at all levels, both internal and external parties, unawareness of the existence of this Policy will not be accepted as an excuse for its breach.

Any breaches of this Policy will be treated seriously and would result in appropriate disciplinary action, including the possibility of suspension or termination and if warranted, legal proceedings against the Employee including any civil and/or criminal penalties imposed by a governmental agency or a court.

All business partners, stakeholders, third parties (which includes vendors, consultants, contractors etc.) and external representatives of the Company should act consistently with this Policy when representing Menang Group or working with us.

3.0 AMENDMENTS TO THE CODE

The Company reserves the right to amend, delete or augment any provisions in this Policy as and when it deems necessary to ensure its adequacy in implementation and enforcements. Employees will be informed of any updates or amendments accordingly.

4.0 ANTI- BRIBERY AND ANTI-CORRUPTION POLICY

4.1 The Malaysian Anti-Corruption Commission in its official portal (www.sprm.gov.my) describe “corruption” as an act of giving or receiving of any gratification or reward in the form of cash or in-kind of high value for performing a task in relation to his/her job function or activity.

The MACC Act stipulates four (4) main offences, being:-

- Soliciting / Receiving Gratification (Bribe) – *Sections 16 & 17(a)*
- Offering / Giving Gratification (Bribe) – *Section 17(b)*
- Intending to Deceive (False Claim) – *Section 18*
- Using Office or Position for Gratification (Bribe and/or Abuse of Power / Position) – *Section 23*

The Malaysia Anti-Corruption Commission (Amendment) Act 2018, which is enforced on 1 June 2020 introduces two (2) more offences, it being:

- Offering / Giving Gratification by commercial organization (Corporate Liability) – Section 17A
- Deemed Parallel Personal Liability for Senior Personnel (Personal Liability) – Section 17A(3)

4.2 This Policy prohibits all forms of bribery and corruption practices, making no distinction between whether they are being made to persons in the public or private sectors. Employees are prohibited from offering, giving, solicit or accept bribes in order to achieve business or personal advantages for themselves or others or engage in any transaction that contravene any applicable anti-bribery or anti-corruption laws.

Employees shall be cognisant of the fact that bribes may be in any form, monetary or otherwise including but are not limited to unauthorized remuneration such as referral fee, commission or other similar compensation, material goods, services, gifts, business amenities, premiums or discounts of an inappropriate value or of an unreasonable level or that are not generally offered to others or that are prohibited by law or may reasonably be viewed as having crossed the boundaries of ethical and lawful business practice.

Prior to giving or accepting any business amenity or other gifts (in whatever form or value), employees shall assess the appropriateness of their actions by assessing if the action could influence or could reasonably give the appearance of influencing the business relationship with the Company.

Menang Group shall conduct periodic checks and risk assessments to identify the bribery and corruption risks affecting the business and assess effectiveness of controls in prevention of such risks in line with Section 17(A) under the Malaysia Anti-Corruption Commission Act, 2018.

4.3 No employee will suffer demotion, penalty or other adverse consequences in retaliation for refusing to pay or receive bribes or participate in other illicit behaviour.

6.0 GIFTS

Menang Group recognises that exchange of gifts is a delicate matter where, in certain cultures or situations, gift giving is customary, a tradition or a legitimate contribution to good business relationships and etiquette.

6.1 *Providing Gifts*

- (a) “Corporate Gift” would bear the Company’s name and logo and are of nominal / appropriate value. “Festive or ceremonial gifts” are traditional treats or gifts customary to the festive occasion such as oranges and dates.
- (b) Corporate gifts, festive or ceremonial gifts may be given to business partners or other parties provided it fulfils all of the following conditions:
 - (i) *Made for the right reason* – it should be clearly given as an act of appreciation or common courtesy associated with festive seasons or other ceremonial occasions;
 - (ii) *No Obligation* – it must not be used to cause or induce the receiver to improperly or illegally influence any business action or inaction or cause others to perceive an improper influence;
 - (iii) *No Expectation* – there must not be any expectation of any favour or improper advantages from the receiver;
 - (iv) *Made Openly* – if made secretly and undocumented then the purpose will be open to question;
 - (v) *Reasonable Value* – the type of gift and its value must commensurate with the occasion and in accordance with general business practice;
 - (vi) *Legal* – it complies with applicable laws; and
 - (vii) *In Compliance and Documented* – the giving of such gifts must adhere to the procedures and limits set by the Company and the expense must be approved.

6.2 *Accepting Gifts*

- (a) The following rules and guidelines shall be observed when receiving any gifts:
 - i. The acceptance of the gift shall never influence or appear to influence any business decision or gain an unfair advantage.
 - ii. The acceptance of the gift should not be in connection with contractual negotiations, tender awards or similar situations.
 - iii. Our employee must not directly or indirectly solicit for gifts from any party for themselves or for or on behalf of Menang Group
 - iv. If in doubt about the acceptability, employee may seek guidance from their respective Superiors or the gift must be refused.
- (b) Employees must record any gift received, irrespective of value, at the Gift Registry (at Human Resources Department) within five (5) working days of receipt. Company approval must be obtained before acceptance of said gift in accordance with the procedures and limits set by the Company.

7.0 ENTERTAINMENT

It is a common practice within the business environment to provide and accept entertainment in the normal course of business as a legitimate way to network and build good business relationships. Menang Group recognizes the need to provide and accept reasonable and proportionate entertainment under appropriate circumstances. However, employees must act in accordance with the procedures

and limits set by the Company at all times and always exercise the proper care and good judgement to protect the reputation and integrity of Menang Group.

7.1 Providing Entertainment

- (a) Authorized employees may provide appropriate and proportionate entertainment within their scope of work following the procedures and limits set by the Company.
- (b) Whilst the act of hospitality through 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 employee must always bear in mind that perception is more important than facts and therefore our employee is expected to always exercise proper care and good judgement when providing entertainment to external parties, especially when it involves public officials.
- (c) Our employee must not 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 considered corruption.

7.2 Accepting Entertainment

- (a) In the course of their daily business, it is important for our employee to exercise proper care and good judgement before accepting entertainment offered or provided by business partners or other external parties. This is to safeguard Menang Group's reputation and avoid allegations of impropriety or undue influence or worse, corruption.
- (b) Our employee must at all times conduct themselves with integrity in relation to accepting entertainment from any party. Our employee or any of their family members must not accept entertainment in exchange for an exercise or non-exercise of their job function or activity.

8.0 DONATIONS AND SPONSORSHIPS

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

Our employee must not make donation or funding or any kind to political parties or individual politicians towards political campaigns or initiatives for or on behalf of Menang Group. Any request for political donation or contribution must be pre-approved by the Board of Directors of MCB and no political contribution may be made unless Menang Group has received a satisfactory opinion from qualified local counsel as to its legality under applicable laws.

Our employee must obtain approval from the Company before participating in any political activities in their personal capacity with their own money and at their own time and to make it clear that their individual political views and actions are personal and not reflective or representative of Menang Group. Menang Group will not reimburse any personal political contributions.

8.2 Charitable or Educational Donations and Sponsorships

Menang Group may provide charitable or educational donations and public welfare sponsorships if they are ethical and legal under applicable laws and in accordance with the procedures and limits set by the Company at all times.

Our employee must never use donations or sponsorships to obtain business or advantage or any kind or unduly influence the outcome of a business decision or cause others to perceive it as such. The use of donations or sponsorships in this manner is strictly prohibited under this Policy.

9.0 FACILITATION PAYMENTS

- 9.1 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 process or issuing of permits). In Malaysia, facilitation payment is illegal and is seen as a form of corruption, therefore, it is strictly prohibited under this Policy.
- 9.2 Our employee must not directly or indirectly offer, promise or give any form of facilitation payment to any public officials for any purposes.
- 9.3 There may be occasion where you are forced to make facilitation payments in order to protect your life, limb or liberty. In such occasion, you must immediately report the incident to Group Chief Executive Officer for the necessary action to be taken.

10.0 DEALING WITH GOVERNMENTS AND PUBLIC OFFICIALS

- 10.1 Our employee must comply with all laws, conduct themselves with integrity and apply the highest ethical standards whenever they deal or otherwise engage with governments, government agencies, regulatory bodies, statutory bodies (whether local or foreign) and any of its officials.
- 10.2 Our employee must not directly or indirectly exert, to attempt to exert, any improper or illegal influence on public officials.
- 10.3 If any information is required by any government, government agencies, regulatory bodies, statutory bodies (whether local or foreign), our employee must always obtain approval from the Company before responding to such requests and ensure that all information provided is in good faith, truthful and accurate.
- 10.4 Any improper or secret payments or transfer of items of any value (including facilitation payments) to public officials is strictly prohibited. If employee have any doubts on whether such payments may constitute an improper, secret and/or facilitation payments, they may consult with their Superior or reject it.

11.0 CONFLICTS OF INTEREST

- 11.1 The Directors and employees have an obligation to act in the best interest of Menang Group at all times. Directors and employees should use good judgement and avoid involving themselves in situations where there is real or apparent conflict of interest between them as individuals and the interest of Menang Group that may affect or influence their judgement in the discharge of responsibilities. Directors and Employees must not use their positions, Company resources or assets or knowledge gained directly or indirectly in the course of their duties or employment for private or personal advantage (directly or indirectly).
- 11.2 If a Director or Employee at any time thinks that he or she may have a potential or actual conflict of interest, they are obliged to disclose the conflict promptly to the Chairman of the Board (*in the case of any Director*) or the Company's Head of Human Resources Department or Employee's Head of Department (*in all other cases*) so as to determine the existence and seriousness of the conflict. When in doubt, Employees shall adopt the highest standard of conduct.

12.0 WHISTLEBLOWING CHANNEL

- 12.1 If any person suspects, or reasonably believe that this Policy has been, or is being breached, employees have an obligation to report such concerns to the respective Head of Department or the Group Chief Executive Officer.
- 12.2 The provision, protection and procedure of the Whistleblowing Policy for reporting of such violations is also available on the Company's website (*www.menangcorporation.com*).
- 12.3 All concerns reported will be taken seriously, treated in confidential manner and investigated immediately. The whistleblower's identity will be remained confidential at all times unless the disclosure is required by law pursuant to an investigation or legislation.
- 12.4 Whistleblowers will be protected against any discrimination or suffer any act of retaliation for reporting done in good faith. Anyone who makes any reports with bad intentions or maliciously, and particularly if they persist with such untrue allegations, will be subjected to appropriate disciplinary actions.

13.0 CONFIRMATION BY EMPLOYEE

Effective from the date of this Policy, all employee shall confirm that they have read, understood and will abide by this Policy. A copy of this confirmation shall be documented and retained by the Human Resource Department for the duration of employment.

Document Version	Endorsed by	Effective Date
Version 1.0	Board of Directors of Menang Corporation (M) Berhad	25 August 2020