



## ANTI-BRIBERY AND CORRUPTION POLICY

SUMISAUJANA GROUP BERHAD  
COMPANY NO: 202101023259 (1423559-T)

12 FEBRUARY 2025

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## 1.0 INTRODUCTION

SumiSaujana Group Berhad (the "Company") and its subsidiaries ("SumiSaujana" or the "Group") recognise the importance of conducting business in strict compliance with the letter and spirit of the law, adhering to the highest principles of business ethics.

As part of this commitment, the Group maintains a zero-tolerance policy against all forms of bribery and corruption. The Group is dedicated to acting professionally, fairly, and with integrity in all its business dealings and relationships, wherever it operates.

SumiSaujana is committed to implementing and enforcing effective bribery and corruption management systems to counter bribery and corruption through its Anti-Bribery and Corruption Policy ("Policy").

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## 2.0 PURPOSE AND SCOPE

The objectives of this Policy are to:

- a. Set out the minimum standards of conduct in respect of bribery and corruption for directors, officers, employees (whether permanent, contracted fixed term or temporary), associates, stakeholders or any other person associated with or acting on behalf of the Group, wherever located (collectively referred to as "Representatives" in this Policy).
- b. Provide high level guiding principles on how to address bribery and corruption risks and issues which may arise in the course of business activities in the Group.
- c. Protect the reputation of the Group by preventing and/or detecting bribery and corruption risks.
- d. Ensure that the Representatives understand their responsibilities in ensuring compliance with this Policy, the consequences of non-compliance with this Policy and the relevant laws and regulations relating to bribery and corruption primarily in Malaysia and applicable anti-bribery and corruption laws where the Group conduct its business activities.
- e. This Policy is applicable to all Representatives.
- f. This Policy is guided by the Guidelines on Adequate Procedures issued pursuant to Section 17A(5) of the Malaysian Anti-Corruption Commission Act 2009 (Act 694) as stipulated in the Malaysian Anti-Corruption Commission Act (Amendment) 2018 ("MACC S17A") and supported by the Group's Anti-Bribery and Corruption Management System ("ABMS").

g. This Policy is to be read together with the following policies:

- i. Code of Conduct and Business Ethics;
- ii. Anti-Money Laundering;
- iii. Whistleblowing Policy; and
- iv. All relevant procedures and frameworks of the Group pertaining to (i), (ii) and (iii).

### **3.0 DEFINITIONS**

|                                      |   |  |
|--------------------------------------|---|--|
| Associates                           | : | Refers to business associates, partners, agents, vendors, suppliers, contractors, consultants and any other third-party service providers or persons who perform services for or on behalf of the Group.   |
| Bribery                              | : | Refers to the act of giving, agreeing to give, promising or offering to any person any gratification (including payment of cash, gifts, excessive entertainment, or an inducement of any kind) with the intent to: (a) obtain or retain business for the Group, or (b) obtain or retain an advantage in the conduct of business for the Group. |
| Corruption                           | : | Refers to the abuse of entrusted power or authority for personal gain.   |
| Employees                            | : | Refers to all individuals employed by the Group, including Directors.  |
| Facilitation Payments or Kickbacks   | : | Refers to payments made to third parties or government officials in order to secure or expedite the performance of duties.   |
| Gift, Hospitality or Benefit-in-kind | : | Refers to something that is given to another person, including but not limited to: cash, vouchers or any items (e.g. pens, hampers) that have a financial or non-financial value, including food or beverages (e.g., supplier or subcontractor sponsored meals and entertainment), as well as any other items of value.                        |
| Public Officials                     | : | Refer to officers to Public Bodies, candidates for public office, officials of any political parties and officials of any state-owned enterprises inclusive of their spouse and children.  |
| Public Bodies                        | : | Refer to the Government of Malaysia, State Governments, any local or statutory authority, national or state departments, registered societies, registered sports bodies, politically connected persons and any company or subsidiary of public bodies.   |

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## **4.0 COMMITMENTS**

The Group is committed to implement a culture of continuous improvement under its ABMS in accordance with MACC S17A, through:

### **4.1 Prohibiting Bribery**

The Group upholds anti-bribery and corruption principles in all business dealings and interactions with external parties, including business associates, government agencies and stakeholders by:

- Not giving or receiving bribes or improper advantages, either directly or through any third party;
- Not giving or receiving Facilitation Payments or Kickbacks of any kind; and
- Not giving or receiving any gifts, entertainment, hospitality, travel, donations, sponsorships, or benefits that may improperly influence a decision, impair independence or judgement.

### **4.2 Observance of Law and Regulation**

The Group conducts its business ethically and in compliance with all applicable laws, rules and regulations, as well as the spirit of these laws, to prevent bribery and corruption practices in every country where it operates.

### **4.3 Creating a Bribery-Free Business Environment:**

- To review and achieve anti-bribery objectives;
- To ensure the Group's Representatives and organisations under the Group's control comply with this Policy, and subject those who do not comply to disciplinary actions in accordance with Group policies and procedures. If warranted, legal action will be taken based on applicable laws;
- To prevent conflicts of interest by appropriately handling situations where the Group's interests could conflict with its obligations or duties;
- To work only with business associates, organisations, and individuals who adhere to anti-bribery and corruption standards consistent with the Group;
- To encourage and enable person(s) both internal and external of the Group to report in good faith or on the basis of reasonable belief in confidence, without fear of reprisal any attempted, suspected and actual bribery and corruption, or any violation of or weakness in the ABMS;
- To refrain from retaliation in any form against a person for making a complaint, testifying, assisting, or participating in any manner in an

investigation or proceedings related to a complaint. Retaliatory actions, including intimidation, threats, coercion, or discrimination, are strictly prohibited;

- To establish, document, implement and continuously improve the ABMS to help prevent any breach of this Policy, and to detect, report and address any breaches that may occur; and
- To ensure the anti-bribery and corruption compliance function is assigned to individuals with the appropriate competence, status, authority and independence. These individuals must have direct and prompt access to the Board of Directors (Governing Body) and Key Senior Management to oversee, advise, and guide personnel, monitor and report performance, and take appropriate actions to improve the ABMS.

#### **4.4 Consequences of Non-Compliance**

The Group regards bribery, corruption and acts of corruption as serious matters and will impose penalties in the event of non-compliance with this Policy.

For the Group's employees, non-compliance may result in disciplinary action, up to and including termination of employment. If warranted, legal action will also be taken in accordance with the applicable enforcement legislation.

#### **4.5 Responsibilities**

- Each Head of Department reporting to Key Senior Management, as well as managers at every level, is responsible for ensuring that this Anti-Bribery and Corruption Policy, along with any updated revisions, is properly communicated and implemented. They must ensure that employees within their area of responsibility, as well as Associates and other relevant stakeholders, have read, understood, and are following this Policy.
- Employees, Associates and other relevant stakeholders are individually responsible for reading, understanding, and adhering to this Policy. They are encouraged to report any potential or known bribery or corruption cases via the established whistleblowing channels.
- The Legal & Compliance Department is the policy owner and holds overall responsibility for ensuring that appropriate policies and procedures to address bribery and corruption risks are established, maintained, and reviewed. The department is also responsible for communicating bribery and corruption risks within the Group to the Board and Key Senior Management and for assessing the effectiveness of this Policy and related controls and processes. Additionally, the Legal & Compliance Department is responsible for ensuring that training programs are regularly updated and delivered to relevant employees to ensure ongoing awareness and compliance.

- The Group is committed to ensure that all employees, Associates, and relevant stakeholders receive appropriate training on this Policy. Annual training sessions will be conducted to raise awareness of bribery and corruption risks, how to recognise them, and the consequences of non-compliance. This responsibility falls under both Legal & Compliance and Heads of Departments to ensure that all staff are sufficiently trained.

## **5.0 GIFTS, ENTERTAINMENT, HOSPITALITY AND TRAVELLING**

5.1 **Employees are not allowed to receive or give gifts**, as SumiSaujana upholds the highest standards of integrity and professionalism by enforcing a strict prohibition on such practices. This provision aims to prevent conflicts of interest or the appearance of impropriety in both current and potential business dealings with external parties. All employees and directors are required to strictly adhere to this Policy.

However, the Group acknowledges that the exchange of modest business courtesies, such as gifts, hospitality, or entertainment, particularly during festive periods, is a customary practice to foster goodwill and strengthen business relationships. Such gestures are permitted, provided they are appropriate, reasonable, and consistent with accepted business practices.

For detailed guidance, please refer to the **Gifts, Entertainment, Hospitality and Travelling Guidelines** as outlined in the ABMS procedures.

5.2 The basic rules on Gifts, Entertainment, Hospitality and Travelling expenses are:-

- i. The Gift or Benefit, whether giving or receiving, must be for an appropriate purpose, with no inappropriate intention to influence the decisions of the recipient;
- ii. The Gift or Benefit, whether giving or receiving, must not come with a direct or indirect suggestion, hint, understanding or implication that a specific outcome is expected or required in return (quid pro quo);
- iii. The Gift or Benefit, whether giving or receiving, must not be illegal or in breach of local or foreign bribery and corruption laws;
- iv. The Gift or Benefit, whether giving or receiving, must not violate the policies and procedures of the Group;
- v. The Gift or Benefit, whether giving or receiving, must not conflict with the policies of the recipient's company;

- vi. The Gift or Benefit must not be transferred to the recipient's family members or friends who are not authorised to accept it;
- vii. The Gift or Benefit must be reasonably priced and appropriate for the occasion; and
- viii. No gift must be given or accepted from Public Officials or Public Bodies.

5.3 When in doubt, Employees and Associates should consult their Head of Department or contact the Compliance team of SumiSaujana, as applicable.

## **6.0 DONATIONS AND SPONSORSHIP**

6.1 Employees must ensure that all sponsorships and donations are not misused as a means to facilitate bribery or to circumvent the provisions of SumiSaujana's Code of Conduct and Business Ethics, particularly the prohibition on bribery.

When making donations to local or international charities or beneficiaries, SumiSaujana employees must exercise due diligence to ensure that such contributions are not disguised as illegal payments or bribes to government officials. Additionally, employees must verify that the charitable organisation does not serve as a conduit for funding illegal activities, including violations of international anti-money laundering, anti-terrorism, or other applicable laws.

6.2 Generally, all donations and sponsorships of any kind (including charitable contributions and Corporate Social Responsibility initiatives) made by the Group must:

- i. Be transparent and must not conflict with the Group's business initiatives, values or business interests; and
- ii. Comply with all laws in the relevant jurisdiction.

6.3 The Group and its Employees shall not offer or provide:

- i. Political sponsorships or contributions, including to any political party, to the campaign of any candidate for elected office, or in support of any elected official, either directly or indirectly, regardless of the form they take;
- ii. Donations or sponsorships for any activities that could reasonably be seen to create a potential reputational risk for the Group; and

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- iii. Donations or sponsorships of any activities that could reasonably be seen to create a potential reputational risk for the Group.

## **7.0 FACILITATION PAYMENTS AND KICKBACKS**

- 7.1 SumiSaujana strictly prohibits all Employees from making or accepting Facilitation Payments or Kickbacks of any kind. Associates must actively avoid engaging in any activity that could lead to the offering, acceptance, or solicitation of such payments.
- 7.2 Any request for a Facilitation Payment must be refused, and the incident must be reported immediately to the Group via the Whistleblowing Policy procedures. The only exception to this prohibition is in circumstances where the employee fears imminent danger to their own or another person's life, limb or liberty. Detailed guidelines on how to handle such situations can be found under the ABMS Facility and Extortion procedure.
- 7.3 Employees are reminded that offering or accepting Facilitation Payment constitutes gross misconduct. Such actions are strictly prohibited and will result in disciplinary actions and/or be reported to the relevant authorities by the Group.

## **8.0 MONEY LAUNDERING**

- 8.1 SumiSaujana strictly opposes all forms of money laundering and any dealings involving the proceeds of criminal activities.
- 8.2 To ensure compliance with anti-money laundering laws, Employees must conduct thorough due diligence on customers, suppliers, associates, and business partners. This includes understanding their backgrounds and verifying the origin and destination of funds, assets, and services involved in business transactions.

For further details and guidance, please refer to the Anti-Money Laundering Policy.

## **9.0 WHISTLEBLOWING POLICY**

- 9.1 If you have any suspicions or concerns regarding conduct to which this Policy applies, or if you become aware of any action that conflict with this Policy, you must report those concerns or actions. Any disclosure can be made through the following dedicated reporting channels as outlined in our Whistleblowing Policy:-

- i. **Email:** [compliance@sumisaujanagroup.com](mailto:compliance@sumisaujanagroup.com) / [armcchairman@sumisaujanagroup.com](mailto:armcchairman@sumisaujanagroup.com)
- ii. **Post:**  
Legal & Compliance department / Chairman of ARMC  
No. 57, Jalan TIAJ 2/1,  
Taman Industri Alam Jaya,  
42300 Puncak Alam, Selangor.
- iii. **Phone:** Direct call to the Legal & Compliance department at +603 – 6038 8568

9.2 Any report made will be treated with the utmost confidentiality. No Employee or Associate acting in good faith will suffer adverse consequences to their employment or face retaliation for reporting, or for refusing to engage in prohibited conduct, even if such refusal results in a loss of business opportunities to the Group.

## 10.0 REVIEW

The ARMC will review and/or update this Policy at least once every three (3) years or when there are amendments to the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“AMLR”) or any other applicable laws and regulations. This is to ensure the Policy remains relevant, appropriate and consistent with the Group’s practices, AMLR, and other regulatory requirements. Any revisions recommended by the ARMC will be submitted to the Board for consideration and approval.

*This Policy was reviewed, approved and adopted by the Board on 12 February 2025.*