

Table of Contents

1. Introduction	1
2. Purpose	1
3. Scope and Application	1
4. Definitions	2
5. Our Principles	3
6. Corruption, Gifts, Benefits and Entertainment	3
7. Facilitation Payment and Kickbacks	4
8. Associated Third Parties and Procurement Process	4
9. Political Donations and contribution	4
10. Sponsorships, Donations, and Contribution to Charity or Social Projects	5
11. Responsibilities	5
12. Record Keeping	5
13. Confidentiality and Protection	6
14. Communication and Training	6
15. Monitoring and Review	6
16. Red Flags	6

1. Introduction

The Board of Directors (the “Board”) of Sinaran Advance Group Berhad (“SAG” or the “Company”) and its subsidiaries (collectively referred to as the “Group”) has established and adopted this Anti-Bribery and Corruption Policy (“AB & C Policy”). The Group is committed to conducting the business ethically, as well as complying with all applicable laws and regulations in the countries where the Group do business, which include compliance with the Malaysian Anti-Corruption Commission Act 2009 and the Malaysian Anti-Corruption Commission (Amendment) Act 2018 and any of its amendments or re-enactments that may be made by the relevant authority from time to time.

This AB & C Policy provides principles, guidelines and requirements on how to deal with bribery and corrupt practices that may arise in the course of daily business and operation activities within the Group.

In cases where there is a conflict between mandatory laws and the principles contained in this and other policies, the mandatory laws shall prevail.

Unless otherwise stated, any references to “we”, “us” and “our” in this AB & C Policy are to the Group taken as a whole.

2. Purpose

The purpose of this AB & C Policy is to:

- 2.1 set out our responsibilities to comply with laws against bribery and corruption; and
- 2.2 provide information and guidance to those working for the Group on how to recognise and deal with corruption and bribery issues.

We will undertake a bribery and corruption risk assessment across our business when appropriate to understand the bribery and corruption risks it faces and ensure that it has adequate procedures in place to address those risks.

3. Scope and Application

This AB & C Policy applies to all individuals working for the Group and all companies within the Group at all levels and grades.

This includes employees, directors, engineer, senior managers, managers, site supervisor and all individual working at all levels and grades (collectively the “Employees”) and the Board (whether full time, part-time, contract or temporary) and any third parties associated with us.

In this AB & C Policy, the associated third parties shall refer to any individual or organisation that an associate may come into contact during the course of his/her engagement with the Group, which may include but not limited to suppliers, contractors, agents, consultants, outsourced personnel, distributors, advisers, government and public bodies including their advisors, representatives and officials (hereafter together defined as “Associated Third Parties”).

4. Definitions

For the purpose of this AB & C Policy, the terms listed below represent its respective definitions and shall exclude food and drinks, flowers and contribution/sponsorship for the Group's official events:

- "Benefits" : Any form of advantages or profits gained by the Board, the Employees, and the Associated Third Parties.
- "Bribery" : Offering, promising, giving, accepting or soliciting of an undue advantage of any value (which could be financial or non- financial), directly or indirectly in violation of applicable law, as an inducement or reward for a person acting or refraining from acting in relation to that person's duties, action or decision.
- "Corruption" : The provision or receipt of monetary or non-monetary bribe or reward of high value for performing in relation to the Board, the Employees' and the Associated Third Parties' duties. This includes misuse of a public office or power for private gain or the misuse of private power in relation to business outside the realm of government.
- "Entertainment" : a) The provision of recreation; or
b) The provision of accommodation or travel in connection with or for the purpose of facilitating entertainment of the kind mentioned in item (a) above, with or without consideration paid whether in cash or in kind, in promoting or in connection with a trade or business activities and/or transactions
- "Facilitation Payments" : Small sums or bribe, unofficial payment made to secure or expedite the performance of a routine action by the Board, the Employees, and the Associated Third Parties.
- "Kickbacks" : Any forms of payment intended as compensation for favourable treatment or other improper services. This includes the return of a sum already paid or due as a reward for awarding of furthering business.
- "Gifts" or "Present " : Any form of monetary and/or non-monetary such as goods, services, cash or cash equivalents, fees, rewards, facilities, or benefits given to or received by an the Board, the Employees, and the Associated Third Parties, his or her spouses or any other person on his or her behalf, without any or insufficient consideration known to the Board, the Employees, and the Associated Third Parties.

5. Our Principles

- 5.1 We take a zero-tolerance approach to corruption and bribery.
- 5.2 We conduct all of our business in an honest and ethical manner. We are committed to acting professionally, fairly and with integrity in all our relationships and business dealings in accordance with our Code of Conduct, and to implement and enforce effective system to counter bribery.
- 5.3 We will uphold all laws relevant to countering corruption and bribery. We remain bound by the laws of Malaysia, including the Malaysian Anti-Corruption Commission Act 2009 and the Malaysian Anti-Corruption Commission (Amendment) Act 2018 and any of its amendments or re-enactments that may be made by the relevant authority from time to time in respect of our conduct both at home and abroad.
- 5.4 To address these risks, we have taken the following steps:
 - a) Implement this AB & C Policy;
 - b) Perform regular corruption risk assessment on our operations and review findings;
 - c) Take steps to implement training programmes for all individuals operating in areas of the organisation that are identified as high risk; and
 - d) Regular review and update to this AB & C Policy.

6. Corruption, Gifts, Benefits and Entertainment

- 6.1 All persons who are subject to this AB & C Policy shall NOT:
 - a) offer, give, or promise to give a bribe or anything which may be viewed as a bribe to secure or award an improper business advantage;
 - b) offer, give, or promise to give a bribe or anything which may be viewed as a bribe to a government official, agent or representative to facilitate, expedite, or reward any action or procedure;
 - c) request or receive a bribe or anything which may be viewed as a bribe from a third party knowing or suspecting it is offered with the expectation that it will obtain a business advantage for them; or
 - d) engage in any activity that might lead to a breach of this AB & C Policy.
- 6.2 All persons who are subject to this AB & C Policy are forbidden from accepting or receiving Gifts, Benefits and/or Entertainment from a third party or stakeholder of the Group that might create a sense of obligation and compromise their professional judgement or create appearance of doing so.
- 6.3 All persons who are subject to this AB & C Policy shall not accept or receive any Gift, Benefits and/or Entertainment from a third party or stakeholder of the Group except if it is made from gestures that are construed to be legitimate contribution and provided that the Gifts, Benefits and/or Entertainment are presented in good faith and below a monetary value of equivalent to RM200, which may be directly or indirectly offered as a result of or in anticipation of the Board's, employee's and Associated Third Party's position or performance of duties with the Group or for cultivating good business relationship.

- 6.4 All persons who are subject to this AB & C Policy shall exercise proper care and judgement in respect of giving or receiving any Gifts, Benefits and/or Entertainment on a case-to-case basis.
- 6.5 All persons who are subject to this AB & C Policy shall take into consideration the impact of their actions with regards to how their actions are perceived (i.e. Influencing their decision) and its impact towards the business operations of the Group prior to giving or accepting any Gifts, Benefits and/or Entertainment.
- 6.6 We encourage the use of good judgement when giving or accepting the Gifts, Benefits and Entertainment. All the Benefits including Gifts and Entertainment must be:-
- a) reasonable in value;
 - b) infrequent in nature;
 - c) transparent and open;
 - d) not given to influence or obtain an unfair advantage; and
 - e) respectful and customary

7. Facilitation Payment and Kickbacks

- 7.1 We do not make, and will not accept Facilitation Payments or Kickbacks of any kind. All associates must avoid any activity that might lead to Facilitation Payments or Kickbacks being made or accepted.
- 7.2 Any individual with any suspicious, concerns or queries regarding a payment made on our behalf or improper business practices, he or she should raise these by reporting to the Group via the channel as outlined in our Whistle Blowing Policy.

8. Associated Third Parties and Procurement Process

- 8.1 We had processes and adheres to the system of internal controls on supplier selection. Supplier selection should never be based on receipt of the Gifts, Benefits or Entertainment.
- 8.2 Bidding process is open to all qualified bidders and no parties have the unfair advantage of separate, prior, close-door negotiations for a contract.
- 8.3 Selection of supplier shall subject to clear adherence to this AB & C Policy and compliance with the Group Code of Conduct.
- 8.4 Appropriate assessment shall be conducted to individuals or third parties to ensure the business and background of the potential business partners are free from bribery elements or conflict of interest prior to procurement process.

9. Political Donations and contribution

- 9.1 We do not make charitable donations or contributions to political parties. Whilst our Employees and the Associated Third Parties acting in their personal capacity as citizens are not restricted to make any personal political donations, the Group will not make any reimbursement for these personal political contributions back to its Employees or the Associated Third Parties.

- 9.2 The Group's property, facilities, services or employee time cannot be used for or contributed to any political party or candidate for public office without approval by the Chief Executive Officer ("CEO")/ Chief Operating Officer ("COO")/ Executive Director ("ED")/ Chief Financial Officer ("CFO").

10. Sponsorships, Donations, and Contribution to Charity or Social Projects

- 10.1 Contributions or donations made by the Group to community projects or charities need to be made in good faith and in compliance with the Code of Conduct, this AB & C Policy and all relevant Group's policies and procedures.
- 10.2 No donation shall be made which may or may be perceived to breach applicable law or any other sections of this AB & C Policy.

11. Responsibilities

- 11.1 The Board has oversight of this AB & C Policy. The CEO/COO/ED/CFO/Head of Department ("HOD") are responsible for ensuring the compliance with this AB & C Policy. Every manager and employee are required to be familiar with and comply with this AB & C Policy.
- 11.2 We have a zero-tolerance approach to corruption and bribery. Any violation of this AB & C Policy must be treated as serious matter and will result in disciplinary action, including dismissal and termination in accordance with local law.
- 11.3 Any individual and employee with any suspicious, concerns or believes regarding a violation with this AB & C Policy has occurred or may occur in future, should raise up, notify and shall make report to the Group via the channel outlined in our Whistle Blowing Policy.
- 11.4 An employee will be accountable individually whether he or she pays any bribes himself or herself or whether he or she authorises, assists or conspires with someone else to violate this AB & C Policy and/or an anti-corruption or anti-bribery. Punishment for violating the law are against him/her as an individual and may include imprisonment, probation, mandated community service and monetary fines and others which will not be paid by the Group.
- 11.5 Further indications that may indicate corruption and bribery ("red flags") are set out in Section 16 of this AB & C Policy below.

12. Record Keeping

- 12.1 We must keep all financial records and have appropriate internal controls in place, which will evidence, substantiate and justify that business reason for making payments to, and receiving payments from, third parties.
- 12.2 We must ensure all expenses claims relating to gifts or entertainment made to third parties are submitted in accordance with the Group's reimbursement procedures and/or applicable policy and specifically record the reason for such expenditure. All the parties shall further ensure that all expense claims shall comply with the terms and conditions of this AB & C Policy.
- 12.3 All documents, accounts and records relating to dealings with third parties, such as customers, suppliers and business contracts, should be prepared and maintained with strict accuracy and completeness. No accounts should be kept "off-book" to facilitate or conceal improper payments.

13. Confidentiality and Protection

- 13.1 Individuals who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. We encourage openness and will support anyone who raises genuine concerns in good faith under this AB & C Policy, even if they turn out to be mistaken.
- 13.2 We are committed to ensuring that no one suffers any detrimental treatment as a result of refusing to take part in corruption, or because of reporting concerns under this AB & C Policy in good faith. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern.

14. Communication and Training

- 14.1 The Group will be on a continuing basis to provide specific and regular training on this AB & C Policy, and on anti-corruption and bribery laws and on how to implement and comply with this AB & C Policy, for all new and existing Employees.
- 14.2 Our zero-tolerance approach to corruption and bribery must be communicated to all the Associated Third Parties at the outset of our business relationship with them and as appropriate thereafter. Wherever possible, all the Associated Third Parties should be sent a copy of this AB & C Policy at the outset of the business relationship or shall always refer to this AB & C Policy published on the Group's website.

15. Monitoring and Review

- 15.1 All the Employees and the Associated Third Parties are responsible for the success of this AB & C Policy and shall ensure adherence to this AB & C Policy and use it to disclose any suspected danger or wrongdoing.
- 15.2 Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering corruption and bribery.
- 15.3 This AB & C Policy does not form part of the Employees' contract of employment and it may be amended at any time by the Group even though all the Employees and the Associated Third Parties are welcome to comment on this AB & C Policy and suggest ways in which it might be improved.

16. Red Flags

The following is a non-exhaustive list of possible red flags (for illustrative purposes only) that may arise for an individual while working for the Group and which may raise concerns under various anti-corruption and anti-bribery laws.

If the Board, employee and the Associated Third Party come across any of these red flags or believe it may occur potentially while working for the Group, he/she must lodge a report promptly in accordance with the procedures as set out in our Whistle Blowing Policy.

- (a) Become aware that a third party engages in, or has been accused of engaging in improper business practices, improper conduct or has a reputation for paying bribes or requiring bribes;
- (b) A third party demands gifts, benefits, commission or fees before committing or continue to sign up a contract;
- (c) A third party requests that payment is made to a country or geographic location different from where the third party resides or conducts business;
- (d) A third party refuses to provide or provide insufficient, false, or inconsistent information in response to due diligence questions;
- (e) A third party requests the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to us, or a shell entity serves as a middleman especially when domiciled in secrecy haven;
- (f) There are signs that the third party is not acting on his own behalf, but is trying to conceal the true beneficial owner's identity;
- (g) A third party has a reputation of having a "special relationship" with a government, political party or other public official or has been specifically requested by a public official;
- (h) A third party refuses to sign a commission or fee agreement or insists on the use of a side-letter relating to the payment of funds;
- (i) A third party requests an unusually large or misappropriate commission, retainer, bonus or other fee or an unexpected additional fee or commission to "facilitate" a service;
- (j) A third party requests payment in cash or cash equivalent such as money order and refuses to provide an invoice or receipt;
- (k) A third party refuses to provide an invoice or receipt for a payment, or you receive an invoice or receipt that appears to be non-standard or customised;
- (l) A third party requests that a transaction is structured to evade normal record-keeping or reporting requirements;
- (m) A third party refuses to abide by this AB & C Policy or does not demonstrate that it has adequate internal anti-corruption and bribery policies and procedures in place.
- (n) Been offered an unusually generous gift or lavish benefits or entertainment by a third party.