

WPG MALAYSIA SDN. BHD.

Policy #1: Anti-Bribery and Corruption Policy

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

TABLE OF CONTENT

1.	<u>INTRODUCTION</u>
2.	<u>SCOPE</u>
3.	<u>RECOGNITION OF LOCAL AND INTERNATIONAL LEGISLATION</u>
4.	<u>GIFT, ENTERTAINMENT, CORPORATE HOSPITALITY EVENTS AND DONATION & SPONSORSHIP</u>
4.1.	<u>Gift</u>
4.2.	<u>Corporate Gift</u>
4.3.	<u>"No Gift" Policy</u>
	<u>4.3a Exceptions To The "No Gift" Policy</u>
	<u>4.3b Do's and Don'ts</u>
4.4.	<u>Entertainment</u>
	<u>4.4a Circumstances When Entertainment May Be Provided</u>
	<u>4.4b Circumstances When Entertainment Cannot Be Provided</u>
	<u>4.4c Circumstances When Entertainment May Be Accepted</u>
	<u>4.4d Circumstances When Entertainment Cannot Be Accepted</u>
4.5.	<u>Hospitality</u>
4.6.	<u>Corporate Hospitality Event</u>
	<u>4.6a The Giving of Corporate Hospitality</u>
	<u>4.6b The Receiving of Corporate Hospitality</u>
4.7.	<u>Donation & Sponsorship</u>
	<u>4.7a Exceptions To The "No Gift" Policy</u>
	<u>4.7b General Guidelines for Donations & Sponsorships</u>
	<u>4.7c Specific Guidelines for Donations & Sponsorships</u>
	<u>4.7d Red Flags to Look Out For</u>
4.8.	<u>Proceedings</u>
5.	<u>IMMUNITY/DISCLAIMER</u>
6.	<u>FACILITATION PAYMENT</u>
7.	<u>RECRUITMENT, PROMOTION AND SUPPORT OF PERSONNEL</u>
	<u>7a. Do's and Don'ts</u>
8.	<u>BUSINESS ASSOCIATES</u>
9.	<u>RESPONSIBILITIES OF PERSONNEL</u>
10.	<u>CONFLICTS OF INTEREST</u>
11.	<u>TRAINING AND AWARENESS</u>
12.	<u>POLICY VIOLATIONS</u>
12.1.	<u>Implications</u>
12.2.	<u>Who is Liable?</u>
12.3.	<u>Dealing with Violators</u>
13.	<u>MONITORING AND REVIEW</u>
14.	<u>RED FLAGS</u>

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

1. INTRODUCTION

The anti-bribery and corruption policy provides guidance to employees on how to recognise and deal with improper solicitation, bribery and any other corruption activities and issues that may arise in the course of business.

The policy is intended to provide employees with a basic introduction on how to avoid and combat bribery and corruption in furtherance of the Company's commitment to lawful and ethical behavior at all times.

The anti-bribery and corruption policy apply to all employees and directors (executive and non-executive) and including their immediate family members and relatives. Additionally, the policy extends to all contractors, subcontractors, consultants, representatives including agents, franchisees and any other external parties performing work or services for or on behalf of the Company (the "employees and associates").

2. SCOPE

This policy is applicable to the Company, its controlled organisations, business associates acting on the Company's behalf, the Board of Directors and all company personnel.

Joint-venture companies in which the Company is non-controlling or co-venture and associated companies are encouraged to adopt these or similar principles. External Providers are also expected to comply with this policy in relation to all work conducted with the Company or on behalf of the Company.

3. RECOGNITION OF LOCAL AND INTERNATIONAL LEGISLATION

The Company is committed to conducting its business ethically and in compliance with all applicable laws and regulations in the countries where it does business.

These laws include but are not limited to the Malaysian Penal Code (revised 1977) (and its amendments), the Malaysian Anti-Corruption Commission Act 2009 and its amendments, and the Companies Act 2016. These laws prohibit bribery and acts of corruption, and mandate that companies establish and maintain accurate books and records and sufficient internal controls.

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

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

4. GIFT, ENTERTAINMENT, CORPORATE HOSPITALITY EVENTS AND DONATION & SPONSORSHIP

4.1 Gift

“Gift” includes money, goods or services given whether as a mark of building good relationships or appreciation or otherwise. The terms could also refer to favors, advantages and preferential treatments as well as any form of entertainment provided to the recipient even if the giver is absent from the entertainment.

4.2 Corporate Gift

“Corporate Gift” means something given from one organisation to another organization or individual. Corporate gifts may also be promotional items given out equally to the general public at events, trade shows and exhibitions as a part of building the Company’s brand. The gifts are given transparently and openly, with the implicit or explicit approval of all parties involved. Corporate gifts normally bear the Company name and logo/ Examples of corporate gifts include items such as table calendars, pens, notepads and plaques.

4.3 “No Gift” Policy

The Company has adopted a ‘No Gift’ Policy whereby, subject only to specified exceptions, all employees and associates acting for or on behalf of the Company are prohibited from, directly or indirectly receiving and/or providing gifts.

It is the responsibility of employees and directors to inform external parties involved in any business dealing with the Company that our company practices a ‘No Gift Policy” and to request the external party for their understanding and attentiveness for and adherence to this policy.

4.3(a) Exceptions To The “No Gift” Policy

- Gifts are limited, customary and lawful under the circumstances
- Such Gifts do not have or are perceived to have (by either the giver or the receiver), any effect on actions or decisions
- There must be no expectation of any specific favour or improper advantages from the intended recipients
- The independent business judgement of the intended recipients must not be affected
- There must not be any corrupt/criminal intent involved
- The giving out of the gift and hospitality must be done in an open and transparent manner
- Gifts from the Company to external company or individuals in relation to their company’s official functions, events and celebrations (e.g. flowers for new company opening or door gifts offered to all guests attending events)
- Gifts from the Company to employees and directors in relation to an internally recognized company function and trip, event and celebration (e.g. company dinner and trip or recognition of an employee’s service to the company)

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

- Nominated employees, employees on duty and directors who are eligible to participate in the Company inspection trips and/or incentive tours (local or overseas) and the expenses are sponsored by the company.
- Hotel accommodation in conjunction with the company events and trips whereby the expenses are fully sponsored by the company.
- Marketing token gifts of nominal value bearing the company logo (e.g. t-shirts, pens, diaries and other promotional items) that are given out to members of the public, customers, partners and key stakeholders attending events such as training, conferences, meetings, tradeshow and like and deemed as part of the company's brand awareness or promotional activities.
- Gifts to external parties who have no business relations and / or dealings with the Company (e.g. monetary gifts or gifts in-kind to charity organizations)
- Monetary gifts such as "Ang-pow" red packets with amount equivalent to RM 10 or less received from customers or business associates during festive occasions (e.g. Chinese New Year, Hari Raya Aidilfitri and Deepavali) in accordance with tradition is acceptable and no declaration is needed.
- For any non-monetary gifts (e.g. hamper, souvenir, discount rebate, dining or shopping voucher) received during festive occasions with value equivalent to RM 50 or less is acceptable and no declaration is needed.
- However, for those received that are of value equivalent to above RM50, the receiving employee or director must declare and handover the gifts to immediate supervisor for submission to his/her BU General Manager for consideration. The BU General Manager will then determine the treatment of gifts as to whether to:
 - a) Donate the gift to charity organization; or
 - b) Return the gift to the donor; or
 - c) Share with other employees within the Company; or
 - d) Retain it for departmental display; or
 - e) Permit it to be retained by the employee.
- For any non-monetary gifts received of value more than RM50, the employees or directors must declare to his/her immediate supervisor for submission to his/her BU General Manager accordingly. After declaration is made, the receiving employee or director may retain the gift provided such are deemed by the BU General Manager not to compromise business judgement.

4.3(b) Do's and Don'ts

- **DO's**
 - The employees and directors must inform third parties involved in business dealings with the Company that the Company practices a "No Gift Policy" and to request the aforementioned parties to respect and adhere with the Company Policy
 - The employees and directors are prohibited from accepting or providing gifts to third parties unless it falls under the general exceptions provided as stated in paragraph 4.3(a)
 - All Heads of Department/Division must exercise proper care and

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

judgement when handling gift activities and apply the general principles in determining the appropriateness of the gift, in particular when dealing with public officials and public agencies/bodies as strict rules apply

- Employees are required to submit the Declaration Form to his/her Head of Department/Division who will then decide whether to approve the acceptance of the gift or require the gift to be returned

● **DON'Ts**

- Any gift of cash or cash equivalent. Cash equivalent could be in the form of vouchers, discounts, coupons, shares and commission, etc.
- Any gifts involving parties engaged in a tender or competitive bidding exercise
- Any gifts that comes with a direct/indirect suggestion, hint, understanding or implication that in return for the gift, some expected or desirable outcome is requires
- Any gift that would be illegal or in breach of local or foreign bribery and corruption laws
- Any gift which is lavish or excessive e.g. valued above the maximum threshold permitted by the Company or may adversely affect the reputation of the Company

4.4 Entertainment

“Entertainment” may include meals, tickets to movies, musicals, social and any events where the giver is present at the function with the recipient with all appearances for the purpose to foster good business relationships.

4.4(a) Circumstances When Entertainment May Be Provided

The Company recognises that providing modest entertainment is a legitimate way of building business relationships and as such a common practice within the business environment to foster good business relationships with external clients. As such, **eligible employees are allowed to entertain external clients through a reasonable act of hospitality as part of business networking as well as a measure of goodwill towards the recipients.**

- All employees are required to comply with the policies and procedures of your Human Resource Department, and maintain expenses within the limits of your entitlement, when carrying out entertainment activities.
- Any entertainment activities that would involve public officials shall require the prior approval of the Head of Department in consultation with the legal department.

4.4(b) Circumstances When Entertainment Cannot Be Provided

- Employees and directors are strictly prohibited from providing or offering to provide entertainment with a view to improperly cause undue influence on any party in exchange for some future benefit or result. Any acts of this nature,

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

whether provided directly or indirectly through an intermediary, may be construed as an act of bribery and contrary to the general values and principles of the Company.

4.4(c) Circumstances When Entertainment May Be Accepted

- The Company recognizes that the occasional acceptance of a reasonable entertainment provided by the external parties in the normal course of business is important to foster good business relationships.
- It is important for employees and directors to **exercise proper care and judgment before accepting entertainment offered or provided by a third party**. This is not only to safeguard the Company's reputation, but also to protect employees and directors from allegations of impropriety or undue influence.
- Accepting entertainment such as occasional business meals and attending events as part of usual business networking where the giver is present is acceptable and does not need to be reported. However, if the giver is absent, it is treated as a "Gift" and it must be declared to the Human Resource Department.
- All employees and directors are required to comply with the policies and procedures of your Human Resource Department in relation to receiving entertainment from third parties.

4.4(d) Circumstances When Entertainment Cannot Be Accepted

- All employees and directors shall not solicit any form of entertainment from anyone in connection with work and business related.
- All employees and directors shall not propose to external parties (e.g. vendors, customers or any business associates) to provide or sponsor entertainment for any events and staff function for any company under the Company.
- Any entertainment activities that would be illegal or in breach of local or foreign bribery laws
- Any entertainment activities that would be perceived as extravagant, lavish or excessive or may adversely affect the reputation of the Company
- Any entertainment activity that is sexually oriented or may otherwise tarnish the reputation of the Company

It is important for employees and directors to exercise proper care and judgement before accepting any entertainments offered or provided by external parties. If an employee feels that the level and value of the entertainment to be provided is likely to be beyond accepted business practices, they should seek guidance from the immediate supervisor for submission to his/her BU General Manager so as to determine whether it is appropriate to accept such entertainment.

If the department head approves the acceptance of the entertainment, it must be declared to immediate supervisor for submission to his/her BU General Manager accordingly.

4.5 Hospitality

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

“Hospitality” means the considerate care of guests, which may include refreshments, accommodation and entertainment at a restaurant, hotel, club, resort, convention, concert, sporting event or other venue such as Company offices, with or without the personal presence of the host. Provision of travel may also be included, as may other services such as provision of guides, attendants and escorts; use of facilities such as a spa, gift course or ski resort with equipment included.

Personnel must not offer or give any hospitality:

- Which could be regarded as illegal or improper, or which violates the recipient’s policies; or
- to any public employee or government officials or representatives, or politicians or political parties; or
- unless approved in writing by a Resolution in writing of the Directors of the Company,
- if it is in cash; or
- if there is any suggestion that a return favour will be expected or implied.

Personnel may not accept any hospitality from our business partners:

- unless approved in writing by a Resolution in writing of the Directors of the Company; or
- if it is in cash; or
- if there is any suggestion that a return favour will be expected or implied.

The test to be applied is whether in all the circumstances the hospitality is reasonable and justifiable. The intention behind the hospitality should always be considered.

4.6 Corporate Hospitality Event

“Corporate Hospitality” generally refers to corporate events or activities by an organization which involves the employees and external parties (e.g. customers, potential customers, contractors, external companies, etc.) for the benefit of the organization.

A decision to provide and receive a corporate hospitality event with any parties must be solely based on business considerations, free from bias and in the best interest of the Company.

4.6(a) The Giving of Corporate Hospitality

The giving of corporate hospitality is not prohibited, if the following requirements are met:

- It is not done with the intention of influencing a Third Party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favours or benefits;
- it complies with law;
- it does not include cash or a cash equivalent;
- taking into account the reason for the corporate hospitality, it is of an appropriate type in the applicable country/region and given at an appropriate time;

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

- it is given openly, not secretly; and
- Corporate hospitality should not be offered to Public Officials, without the prior approval of the Chief Executive Officer (“CEO”) or the Chief Compliance Officer (“CCO”).

The giving of corporate hospitality in the following situations is strictly prohibited:

- it provides an advantage to another person if offered; or
- it is given with the intention of inducing the person to perform a relevant function improperly; or
- there is knowledge that acceptance of the advantage would in itself be improper performance

4.6(b) The Receiving of Corporate Hospitality

- As a general principle, the Company strictly prohibits employees and directors from soliciting corporate hospitality nor are they allowed to accept hospitality that is excessive, inappropriate, illegal or given in response to, in anticipation of, or to influence a favourable business decision, particularly from parties engaged in a tender or competitive bidding exercise (for e.g. contractors, vendors, suppliers etc.).
- However, the Company recognises that the occasional acceptance of an appropriate level of hospitality given in the normal course of business is usually a legitimate contribution to building good business relationships. It is important for employees and directors to exercise proper care and judgement before accepting the hospitality. This is not only to safeguard the Company’s reputation, but also to protect employees and directors from allegations of impropriety or undue influence.
- If you have any doubts on the appropriateness of a corporate hospitality offered by an external party for e.g. a contractor or supplier, you should either decline the offer or consult your Head of Department.
- The acceptance of corporate hospitality is permitted if the corporate hospitality accepted from an external party is legitimate, modest and not lavish or excessive or extraordinary in nature.
- The acceptance of corporate hospitality is strictly prohibited in the following situations:
 - Corporate hospitality offered by parties currently engaged in a tender or competitive bidding exercise.
 - Corporate hospitality offered that comes with a direct/indirect suggestion, hint, understanding or implication that in return for the corporate hospitality provided some expected or desirable outcome is required (“quid pro quo”).
 - Any corporate hospitality activities that would be illegal or in breach of local or foreign bribery laws.
 - Corporate hospitality which is lavish or excessive or may adversely affect the reputation of the Company.
 - Any corporate hospitality activities that are sexually oriented or may otherwise tarnish the reputation of the Company.

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

4.7 Donation & Sponsorship

“Donation & Sponsorship” means charitable contributions and sponsorship payments made to support the community. Examples include sponsorship of educational events, supporting NGOs, and other social causes.

Requests for sponsorship and charitable donations can sometimes mask corrupt activity. No charitable donations should be made if these could be construed as improperly influencing another party with whom the Company has a business relationship.

4.7(a) Exceptions To The “No Gift” Policy

- Donations and sponsorships are permitted in accordance with 4.7b to ensure acceptability. However, the Company prohibits the giving and receiving of donations and sponsorships to influence business decisions.

4.7(b) General Guidelines for Donations & Sponsorships

- All donations and sponsorships request must comply with the following criteria:
 - Contributions are allowed by applicable laws.
 - Obtain all necessary internal and external authorisations.
 - Be made to establish entities having adequate organisational structures to guarantee proper administration of the funds
 - Accurately stated in the Company’s accounting books and records.
 - Not to be used as a means to cover up an undue payment or bribery.

4.7(c) Specific Guidelines for Donations & Sponsorships

- **Donations**
 - All donations of any kind must be transparent.
 - In any instance of charitable giving there must be an accurate receipt or letter of acknowledgement for any donation.

- **Sponsorships**
 - Check and ensure that a sponsorship should:
 - Be objective and should not be based solely on personal preference of the company’s directors, officers, and employees.
 - Conduct due diligence, especially pertaining to the public activity and background of potential beneficiaries.

4.7(d) Red Flags to look out for:

- The proposed recipient/organisation has affiliations with a Public Official or their relatives are involved
- The contribution is made on behalf of a Public Official

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

- There is a risk of a perceived improper advantage for the Company
- The proposed recipient is based in a high risk country, the request comes from a high risk country or the activity takes place in a high risk country
 - Corruption Perceptions Index 2019:
 - <https://www.transparency.org.nz/corruption-perceptions-index/>

4.8 Proceedings

If you find or suspect any employees or directors of the Company or external parties who has business relationship with the company subject to this policy has violated or about to violate this policy whether intentionally or unintentionally, you must report to the Head of Department or Human Resource Department. Under our whistleblowing policy, your identity will be protected pursuant to **S65 of the MACC Act 2009**.

Protection of informers and information

65. (1) Subject to subsection (2), where any complaint made by an officer of the Commission states that the complaint is made in consequence of information received by the officer making the complaint, the information referred to in the complaint and the identity of the person from whom such information is received shall be secret between the officer who made the complaint and the person who gave the information, and everything contained in such information, identity of the person who gave the information and all other circumstances relating to the information, including the place

where it was given, shall not be disclosed or be ordered or required to be disclosed in any civil, criminal or other proceedings in any court, tribunal or other authority.

(2) If any book, paper or other document, or any visual or sound recording, or other matter or material which is given in evidence or liable to inspection in any civil, criminal or other proceedings in any court, tribunal or other authority as are referred to in subsection (1) contains any entry or other matter in which any person who gave the information is named or described or shown, or which might lead to his discovery, the court before which the proceedings are held shall cause all such parts thereof or passages therein to be concealed from view or to be obliterated or otherwise removed so far as is necessary to protect such person from discovery.

- It is the duty of employees and parties dealing with the Company to report any gratification given, promised, offered, solicited, obtained or accepted or attempted to obtain or accept to MACC. Failure to report is an offence under **Section 25 Malaysian**

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

Anti-Corruption Commission Act 2009.

Duty to report bribery transactions

25. (1) Any person to whom any gratification is given, promised, or offered, in contravention of any provision of this Act shall report such gift, promise or offer together with the name, if known, of the person who gave, promised or offered such gratification to him to the nearest officer of the Commission or police officer.

(2) Any person who fails to comply with subsection (1) commits an offence and shall on conviction be liable to a fine not exceeding one hundred thousand ringgit or to imprisonment for a term not exceeding ten years or to both.

- You can report your suspicions by stating basic information (5W+1H) of the suspected bribery like this:
 - Who is involved?
 - When did it happen?
 - Where did it happen?
 - What wrong did the perpetrator commit?
 - Why did the wrong occur?
 - How did the wrong occur?
 - Witness or related documents (if any)
- Suitable reporting channels shall be established and maintained for receiving information regarding violations of this policy, and other matters of integrity provided in good faith by the Company personnel and/or external parties.
- No malicious, vindictive or baseless accusations shall be made by any employee against another employee(s). Appropriate action shall be taken against any employee making such malicious, vindictive or baseless accusations.
- Reports made in good faith, either anonymously or otherwise, shall be addressed in a timely manner and without incurring fear of reprisal regardless of the outcome of any investigation.
- Retaliation in any form against the Company personnel where the person has, in good faith, reported a violation or possible violation of this policy is strictly prohibited. Any Company personnel found to have deliberately acted against the interests of a person who has in good faith reported a violation or possible violation of this policy shall be subjected to disciplinary proceedings including demotion, suspension, dismissal or other actions (including legal action) which the Company may pursue.

5. IMMUNITY/DISCLAIMER

Directors & Employees who participate in any act that constitute the act of violation of laws,

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

policies and procedures mentioned above which he/she reported shall not be given immunity against any investigation or disciplinary/criminal proceeding arising out of the report made. Nevertheless, in such circumstances, the fact that he/she had caused the report to be made may be taken into consideration as a mitigating factor.

6. FACILITATION PAYMENT

“Facilitation Payment” refers to an unofficial payment made to secure or expedite a routine government action by a government official. Such payments are considered bribes and prohibited by the laws of Malaysian Anti-Corruption Commission Act 2009.

The Company prohibits facilitation payments and if any employees are in doubt about the legitimacy of a payment that you are requested to make, kindly seek advice from the Compliance department.

Identifying the difference between a legitimate request for payment in exchange for a service, and illegal request for a bribe can be difficult. The correct way to identify a facilitation payment is to ask yourself these questions:

1. Am I able to obtain an official receipt for the payment?
2. Am I being pressured to make the payment?

(If you are unable to obtain an official receipt or feel pressured into making a payment, the officer or representative may be asking you for a facilitation payment.)

If personnel is asked to make a payment on the company’s behalf, they should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. The personnel should always ask for a receipt which details the reason for the payment.

Personnel shall decline to make the payment and report to HOD immediately when they encounter any requests for a facilitation payment. In addition, if a payment has been made and personnel are unsure of the nature, the HOD must be notified immediately, and the payment recorded accordingly.

Only in the event that an employee’s security is at stake is it permitted to make the payment. The employee must immediately report the incident to their Head of Department to record the details and keep a record of what was spent.

7. RECRUITMENT, PROMOTION AND SUPPORT OF PERSONNEL

The Company recognises the value of integrity in its personnel and business associates. The Company’s recruitment, training, performance evaluation, remuneration, recognition and promotion for all personnel, including management, shall be designed and regularly updated to recognize integrity.

The Company does not offer employment to prospective personnel in return for their having improperly favoured the Company in a previous role.

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

7(a). Do's and Don'ts

● **Do's**

- Do ensure that the due process and procedure are carried out based on the approved selection criteria when recruiting new employees. This is to avoid any allegations of bribery and corruption
- Do ensure that due diligence is carried out to confirm that the candidate is the suitable person based on eligibility criteria and/or other prerequisites, rules and guidelines
- Do ensure that relevant approvals are obtained from the respective Approving Authority prior to issuance of an offer letter
- Do ensure that is the candidate to be employed has a family/household relationship to a company staff or director, it is properly recorded and is being made transparent
- Do ensure that all rights, entitlements and benefits given to the candidate are reasonable in value
- Do ensure that any "red flag" is resolved before recruiting. For example, if the candidate is a relative of a government official, you must ensure that it is not against the laws of the relevant country
- Do ensure that all documentations (including invoices and receipts) are properly recorded and kept

● **Don'ts**

- Do not recruit an employee without undergoing the proper process and procedures set by the Company to ensure that there is no perception of bribery or corruption
- Do not try to circumvent any guidelines, rules or procedures when selecting new employees as it might put you and the Company in trouble in the event of any bribery allegation
- Do not try to conceal any information where you think that there might be a conflict of interest, If you are unsure, please consult your Head of Department, Head of OPU, HR or Legal Department
- Do not arbitrarily award rights, entitlements and benefits. The value and types of rights, entitlements and benefits must be based on the guidelines prepared by the Company
- Do not fail to give particular attention to any laws, guidelines or policies when a public official is involved, as some countries might impose particular requirements. Always consult your Head of Department, Head of OPU, HR or Legal Department
- Do not conceal, alter, destroy or otherwise modify any documentation

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

8. BUSINESS ASSOCIATES

All business associates (including external providers such as consultants, advisors, and agents) acting on behalf of the Company are required to comply with this Policy, the Code of Business Ethics, and all other policies as it relates to them.

In circumstances where the Company retains controlling interest, such as in certain joint venture agreements, business associates are required to adhere to the Anti-Bribery Corruption Policy and Code of Business Ethics. Where the Company does not have controlling interest, associates are encouraged to comply the same.

Due diligence should also be carried out with regards to any business associates intending to act on the Company's behalf as an agent or in other respective roles, to ensure that the entity is not likely to commit an act of bribery or corruption in the course of its work with the Company.

The extent of the due diligence should be based on a bribery and corruption risk assessment. Due diligence may include a search through relevant databases, checking for relationships with public officials, self-declaration, and documenting the reasons for choosing one particular Business associate over another. The results of the due diligence process must be documented, retained for at least seven years and produced on request by the custodian of the process.

The Company shall include standard clauses in all contracts with business associates enabling the Company to terminate the contract in the event that bribery or an act or corruption has been proved to occur. Additional clauses may also be included for business associates acting on the Company's behalf where a more than minor bribery risk has been identified.

9. RESPONSIBILITIES OF PERSONNEL

All 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-bribery and corruption stance, alongside those already in existence, which includes the following:

- A. Be familiar with applicable requirements and directives of the policy and communicate them to subordinates
- B. Promptly record all transactions and payments in the Company's books and records accurately and with reasonable detail
- C. Ask the Integrity and Discipline Department 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 in 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 appropriate channels
- G. Attend required anti-bribery and corruption training as required according to position
- H. Not misuse their position or the Company's name for personal advantage

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

When dealing with business associates, all shall not:

- A. Express unexplained or unjustifiable preference for certain parties
- B. Make any attempt at dishonestly influencing their decisions by offering, promising or conferring advantage
- C. Exert improper influence to obtain benefits from them
- D. Directly or indirectly offer or make promise or corrupt payments, in cash or in kind for a specific favour or improper advantage from them

During an active or anticipated procurement or tender exercise, personnel participating in the exercise in any way whatsoever, shall not:

- A. Receive gifts or hospitality or any kind from any external party participating, planning to participate, or expected to participate, in the procurement or tender exercise
- B. Provide anything other than a corporate gift and token hospitality to any external/third party related to the exercise.
- C. Be involved in any discussions regarding business or employment opportunities, for personal benefit or for the benefit of a business associate
- D. Abuse the decision-making and other delegated powers given by the top management
- E. Bypass normal procurement or tender process and procedure

When dealing with external parties in a position to make a decision to the Company's benefit (such as a Government official or client). The company personnel shall not:

- A. Offer, promise or make any attempt at dishonestly influencing the person's decision by directly or indirectly offer or make promise of corrupt payments, in cash or in kind
- B. Be involved in any discussions regarding business or employment opportunities, for their own personal benefit or for the benefit of the external party
- C. Otherwise abuse the decision-making and other delegated powers given by the top management, in order to illicitly secure an outcome which would be to the commercial advantage to themselves and/or the Company
- D. Exert improper influence to obtain personal benefits from them

The managers have a particular responsibility to ensure that the requirements are applied and complied with within their department or function and to monitor compliance with the policy. They also must ensure that subordinates in "Exposed Positions" attend the relevant training

10. CONFLICTS OF INTEREST

Conflicts of interest arise in situations where there is personal interest that could be considered to have potential interference with objectivity in performing duties or exercising judgement on behalf of the Company. All personnel should avoid situations in which personal interest could conflict with their professional obligations or duties. Personnel must not use their position, official working hours, Company's resources and assets, or information available to them for personal gain or to the Company's disadvantage.

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

In situations where a conflict does occur, personnel are required to declare the matter as per the Employees Handbook.

11. TRAINING AND AWARENESS

The Company shall conduct an awareness programme for all its personnel on the Company's position regarding anti-bribery and corruption, integrity and ethics

Training shall be provided on a regular basis, in accordance with the level of bribery and corruption risk related to the position. Training should be provided to personnel who are:

- A. New to the Company
- B. Appointed to or currently holding an exposed position

Human Resources Department shall maintain records to identify which the Company's personnel have received training, and produce, communicate and update the training schedule in conjunction with Integrity and Discipline Department.

Business associates acting on behalf of the Company shall also undergo appropriate training, where a bribery and corruption risk assessment identifies them as posing a more than minor bribery and corruption risk to the Company.

12. POLICY VIOLATIONS

Adherence to this Policy and Guidelines is critical to the smooth running of the business and is for the common good of the Company and its employees.

The Company prohibits and has zero tolerance for bribery and corruption in any form. Any employee or associate found guilty of bribery and corruption shall be subject to severe disciplinary action, including dismissal of employment or termination of contact as the case may be and may also be subject to prosecution under the law of **Malaysian Anti-Corruption Commission Act 2009**.

Official dealings between the Company and the parties shall be terminated or discontinued if they are found offering, promising, giving or soliciting any bribe or gratification to employees and reports shall be made to Malaysian Anti Corruption Commission (MACC) for investigation upon approval by the Board.

12.1 Implications

- A maximum fine of **10 times** the sum of gratification involved; or

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

- A maximum jail term of **20 years**; or
- **Both penalties** of fine and jail term.
- **s17A(2)**

(2) Any commercial organization who commits an offence under this section shall on conviction be liable to a fine of not less than ten times the sum or value of the gratification which is the subject matter of the offence, where such gratification is capable of being valued or is of pecuniary nature, or one million ringgit, whichever is the higher, or to imprisonment for a term not exceeding twenty years or to both.

12.2 Who is liable?

- Employee
- Director
- Controller
- Officer
- Partner; or
- A person concerned in the management of the organization's affairs.

12.3 Dealing with violators

When someone offers a gift or favour for your personal gratification, monetary or otherwise, turn down the offer politely and explain to him that the Company has a no gift policy and that he should respect that policy because recipients may be committing a jailable offence by accepting.

It is important that the personnel report to the Company as soon as possible if they are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that they are a victim of another form of unlawful activity.

Notwithstanding the rules set here, the principle that employees and associates should be guided by is this:

"We accept goods or services of good quality without the need to have additional incentives for our own personal benefit. Any offer that in your view will compromise or influence the way you decide in a transaction for the company should not be accepted".

13. MONITORING AND REVIEW

The Company 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.

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

All staff are responsible for the success of this policy and should ensure they use it to disclose any suspected danger or wrongdoing

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

14. RED FLAGS

1. Get promises of cash payments
2. Pressure exerted for payments to be made urgently or ahead of schedule
3. Payments are being made through a company in country "B" through goods or services are supplied to different company in country "A"
4. Abnormally high commission percentage being paid to a particular agency. This may be divided into 2 accounts for the same agent, often in different jurisdictions
5. Unsanctioned private meetings with public contractors or companies hoping to tender for contracts
6. Lavish gifts being offered
7. Individual that never takes time off even if ill. Or during holidays, or insists on dealing with specific contractors him/herself
8. Making unexpected or illogical decisions when accepting projects or contracts
9. Unusually smooth process if cases where individual does not have the expected level of knowledge or expertise
10. Abusing decision process or delegated powers in specific cases
11. Agreeing to contracts not favourable to the organisation
12. Unexplained preference for certain contractors during tendering period
13. Avoidance of independent checks on tendering or contracting processes
14. Raising barriers around specific roles or departments which are key in tendering/contracting process
15. Bypassing normal procurement process and procedure
16. Invoices being agreed in excess of contract without reasonable cause
17. Missing documents or records regarding meetings or decisions
18. Company procedures or guidelines not being followed
19. The payment of or making funds available for, high value expenses or school fees etc. on behalf of others
20. Knowingly dealing with a customer or government official that has personal, business or family relationship with vendor
21. A customer or government official recommends or insists on the use of the transaction party
22. Transaction party refuses to agree to anti-corruption contractual terms, uses a shell company or other unorthodox corporate structure, insists on unusual or suspicious contracting procedures, refuses to divulge the identity of its owners, or requests that its agreement be backdated or altered in some way to falsify information
23. Transaction party has a poor business reputation or has faced allegations of bribes,

<p style="text-align: center;">WPG MALAYSIA SDN. BHD.</p> <p style="text-align: center;">ANTI-BRIBERY AND CORRUPTION POLICY</p>	Policy #	22
	Revision #	01
	Date	

- 24. kickbacks. Fraud or other wrongdoing or has poor or non-existent third-party references
Transaction party does not have office, staff, or qualifications adequate to perform the required services
- 25. Expense or payment request is unusual, is not supported by adequate documentation, is unusually large or disproportionate to services to be rendered, does not match the terms of a governing agreement, or involves the use of cash or bearer instrument
- 26. Expense or payment request is described as required to “get the business” or “make the necessary arrangements”

New section 17A

4. The principal Act is amended by inserting after section 17 the following section:

“Offence by commercial organization

17A. (1) A commercial organization commits an offence if a person associated with the commercial organization corruptly gives, agrees to give, promises or offers to any person any gratification whether for the benefit of that person or another person with intent—

(a) to obtain or retain business for the commercial organization; or

(b) to obtain or retain an advantage in the conduct of business for the commercial organization.

(2) Any commercial organization who commits an offence under this section shall on conviction be liable to a fine of not less than ten times the sum or value of the gratification which is the subject matter of the offence, where such gratification is capable of being valued or is of pecuniary nature, or one million ringgit, whichever is the higher, or to imprisonment for a term not exceeding twenty years or to both.

(3) Where an offence is committed by a commercial organization, a person—

(a) who is its director, controller, officer or partner; or

(b) who is concerned in the management of its affairs,

at the time of the commission of the offence, is deemed to have committed that offence unless that person proves that the offence was committed without his consent or connivance and that he exercised due diligence to prevent the commission of the offence as he ought to have exercised, having regard to the nature of his function in that capacity and to the circumstances.

(4) If a commercial organization is charged for the offence referred to in subsection (1), it is a defence for the commercial organization to prove that the commercial organization had in place adequate procedures to prevent persons associated with the commercial organization from undertaking such conduct.

(5) The Minister shall issue guidelines relating to the procedures mentioned in subsection (4).

(6) For the purposes of this section, a person is associated with a commercial organization if he is a director, partner or an employee of the commercial organization or he is a person who performs services for or on behalf of the commercial organization.

(7) The question whether or not a person performs services for or on behalf of the commercial organization shall be determined by reference to all the relevant circumstances and not merely by reference to the nature of the relationship between him and the commercial organization.

(8) For the purposes of this section, “commercial organization” means—

(a) a company incorporated under the Companies Act 2016 [Act 777] and carries on a business in Malaysia or elsewhere;

(b) a company wherever incorporated and carries on a business or part of a business in Malaysia;

(c) a partnership—

(i) under the Partnership Act 1961 [Act 135] and carries on a business in Malaysia or elsewhere; or

(ii) which is a limited liability partnership registered under the Limited Liability Partnerships Act 2012 [Act 743] and carries on a business in Malaysia or elsewhere; or

(d) a partnership wherever formed and carries on a business or part of a business in Malaysia.”.

WHISTLE-BLOWING POLICY

Introduction

All employees are encouraged to raise genuine concerns about possible improprieties in matters of financial reporting, compliance and other malpractices at the earliest opportunity, and in an appropriate way.

This Policy is designed to:

- (a) Support the company's values;
- (b) Ensure employees can raise concerns without fear of reprisals and safeguard such person's confidentiality;
- (c) Protect a whistle-blower from reprisal as consequence of making a disclosure;
- (d) Provide a transparent and confidential process for dealing with concerns. This policy not only covers possible improprieties in matters of financial reporting, but also:
 - Fraud;
 - Corruption, bribery or blackmail;
 - Criminal offences;
 - Failure to comply with a legal or regulatory obligation;
 - Miscarriage of justice;
 - Endangerment of an individual's health and safety; and
 - Concealment of any, or a combination, of the above.

Principles

The principles underpinning the Policy are as follows:

- (a) internal procedures to facilitate necessary whistle-blowing, in a timely and responsible manner, are in place and made known to all employees of the company;
- (b) all disclosures will be treated fairly and properly, and addressed in an appropriate and timely manner;
- (c) the company will not tolerate harassment or victimisation of anyone raising a genuine concern;
- (d) the identity and personal information of the whistle-blower will be protected and kept confidential, unless the individual agrees otherwise or unless otherwise required by law;
- (e) the whistle-blower and the alleged wrongdoer will be treated fairly. The wrongdoer will be informed of the status of his disclosure and the alleged wrongdoer will be given an opportunity to respond to all allegations at an appropriate time (not necessarily at the start, or during, the investigation);
- (f) personal information, including the identity, of the whistle-blower and the alleged wrongdoer shall only be revealed on a 'need-to-know' basis; and
- (g) the company will ensure no one will be at risk of suffering some form of reprisal as a result of raising a concern even if the individual is mistaken. The company, however, does not extend this assurance to someone who maliciously raises a matter he knows is untrue.

Covered Concerns

A disclosure relating to, but not limited to, either of the following concerns or wrongdoings by any person in the conduct of the business shall be reported:

- (a) corruption, bribery and fraud;
- (b) criminal offence or any breach of the laws of Malaysia;
- (c) acceptance of gifts/ favour beyond the threshold allowed by the company;

- (d) misuse and/or misappropriation of the company's funds or assets
- (e) impropriety (including financial and operational, etc.) within the company;
- (f) gross mismanagement within the company (including serious potential breach to the interest of society and environment);
- (g) breach of code of ethics of the company, including sexual, physical or other abuse of human rights; and
- (h) act or omission jeopardising the health and safety of the company's employees or the public.

Reporting Procedure

If any employee believes reasonably and in good faith that malpractices exist in the work place, the employee should report this immediately to the line manager. However, if for any reason the employee is reluctant to do so, then the employee should report the concerns to the listed appointed persons.

Employees concerned about speaking to another member of staff can speak, in confidence, to an independent third party by calling the whistle-blowing hotline [hotline number]. The independent party will provide the employee counselling advice. These concerns will be reported to the company without revealing the identity of the whistle-blower.

If these channels have been followed and if employees still have unresolved concerns or if employees feel the matter is grave in nature that it cannot be discussed with any of the appointed persons above, they should contact the Senior Independent Director at [telephone number], being the director identified in the company's annual report as one to whom concerns may be conveyed.

Employees who have raised concerns internally will be informed of who is handling the matter, how they can contact them and if there is any further assistance required.

Employees' identities will not be disclosed without prior consent. Where concerns cannot be resolved without revealing the identity of the employee raising the concern (i.e. if the evidence is required in court), a dialogue will be carried out with the employee concerned as to whether and how the matter can progress further.

Consequences of Wrongdoing or Wrongful Disclosure

If the Person (i.e. the whistle-blower) has, or is found to have:

- committed a wrongdoing;
- taken serious risks which would likely cause a wrongdoing to be committed;
- made a disclosure not in accordance with the requirements of this policy (for instance, dishonest, mischievous or malicious complaints); or
- participated or assisted in any process pursuant to this policy otherwise than in good faith, the corrective actions to be taken against that Person will be determined by the MD or, if so delegated by the MD, the Senior Management, which may include, disciplinary measures, formal warning or reprimand, demotion, suspension or termination of employment or services or monetary or other forms of punishment.

Protection

The identity and personal information of the whistle-blower will be protected and kept confidential, unless the whistle-blower agrees otherwise or unless otherwise required by law.

The whistle-blower will be protected from reprisal, including any form of harassment and victimisation, as a consequence of his disclosure.

If a whistle-blower reasonably believes that he is being subjected to reprisal, including harassment and victimisation, as a consequence of whistle-blowing, he may consult or report to the Appointed Persons:

List of officers and contacts

Name: Hia Bun Ching

Email: bc.hia@sa.wpgholdings.com

HP: +60 122008564

Name: Wong Boon Hee

Email: bh.wong@sa.wpgholdings.com

HP: +60 124776608