

EPB GROUP BHD Registration No.: 202201007128 (1452825-U)	DOC. NO.	EPBG-POL-MO-10
	REV. NO.	0
DOCUMENT: ANTI-BRIBERY & CORRUPTION POLICY	EFF. DATE	01 APR 2022

## 1.0 INTRODUCTION

EPB Group Bhd (“**EPB**” or “**Company**”) and its subsidiaries (“**Group**”) conducts its business in a legal and ethical manner. The Group requires all employees (including full time, probationary, contract and temporary staff) (“**Employees**”) and Directors of the Company to be committed to acting professionally and with integrity in their business dealings.

The Group will take reasonable and appropriate measures to ensure that its businesses do not participate in corrupt activities for its advantage or benefit. This Anti-Bribery and Anti-Corruption Policy sets out the parameters to prevent the occurrence of bribery and corrupt practices in relation to the businesses of the Group.

## 2.0 DEFINITION OF BRIBERY AND CORRUPTION

**Bribery** is the offering, promising, giving, accepting or soliciting of an advantage as an inducement for action which is illegal, unethical or a breach of trust. A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage and can take the form of gifts, loans, fees, rewards or other advantages.

**Corruption** is the abuse of entrusted power for private gain.

## 3.0 OBJECTIVE

The objective of this **Anti-Bribery and Anti-Corruption Policy** is to provide information and guidance to the Directors and Employees on standards of behaviour to which they must adhere to and how to recognise as well as deal with bribery and corruption.

This **Anti-Bribery and Anti-Corruption Policy** is not intended to be exhaustive, and there may be additional obligations that Directors and Employees are expected to adhere to or comply with when performing their duties. For all intents and purposes, the Directors and Employees shall always observe and ensure compliance with all applicable laws, rules and regulations to which they are bound to observe in the performance of their duties.

## 4.0 APPLICABILITY

This **Anti-Bribery and Anti-Corruption Policy** is applicable to all Directors and Employees of the Group.

Each Employee has a duty to read and understand this **Anti-Bribery and Anti-Corruption Policy**. Violation of any of the provisions contained herein may result in disciplinary action, including termination of employment and where relevant, reporting to the police or other relevant enforcement agencies.

For further clarification or questions on this **Anti-Bribery and Anti-Corruption Policy**, please contact the following personnel:

- a) Mr. Yeoh Chee Min / Managing Director – cmyeoh@epb.group
- b) Mr. Liew Meng Hooi / Deputy Managing Director – mhliew@epb.group

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## 5.0 GUIDANCE ON COMMON FORMS OF BRIBERY AND CORRUPTION

### 5.1 Gifts and Hospitality

This **Anti-Bribery and Anti-Corruption Policy** does not prohibit normal business hospitality, so long as it is reasonable, appropriate, modest and bona fide corporate hospitality.

Some examples of acceptable gifts and / or benefits are as follows:

- a) Token gifts offered in business situations or to all participants and attendees for example, work-related seminars, conferences, and trade and business events.
- b) Gifts presented at work-related conferences, seminars and / or business events.
- c) Gifts given in gratitude for hosting business events, conferences and / or seminars.
- d) Refreshments or meals during meetings or as participants of work-related conferences and / or seminars.
- e) Meals for business purposes.

As a general principle, the Directors and Employees should not accept from, or give a gift to, a third party if it is made with the intention of influencing the third party to obtain or retain business, or in exchange for favours or benefits. In addition, lavish or unreasonable gifts or hospitality should not be accepted as such gifts or hospitality may be perceived or interpreted as attempts by the Directors or Employees to obtain or receive favourable business treatment for personal benefits.

The Directors and Employees should be mindful in giving or receiving gifts or hospitality as it could be perceived as a way of improperly influencing the decision-making of the recipient (for example, by causing the person to act or fail to act in violation of a legal duty, by causing the person to abuse or misuse their position, by securing an improper advantage, contract or concession, etc.) in their business dealings with or on behalf of the Group or any other party. Hence, the intention behind the gifts or hospitality should always be considered.

As a general rule of thumb, gifts and hospitality provided or received as normal business hospitality in celebration of festive season is customary and legitimate to create goodwill, and / or strengthen business and commercial relationships. In deciding on whether to provide or receive a gift, consideration will be given to the following key guiding principles:

- a) Value of the gift.
- b) Purpose for the providing / receipt of the gift.
- c) Nature of the gift.
- d) Transparency in the giving / receipt of the gift.
- e) Perception in the giving / receipt of the gift.

Approval must be obtained from any of the executive directors of the Group if the value of gifts or hospitality exceeds the following threshold:

- for any giving of gifts or hospitality to external parties, with value **exceeding RM2,000**; while
- for any receiving of gifts or hospitality from external parties, with value **exceeding RM500**.

subject strictly to the abovementioned key guiding principles and in particular, the gifts and hospitality **MUST NOT BE PROVIDED OR RECEIVED WITH THE INTENTION TO IMPROPERLY INFLUENCING THE DECISION-MAKING OF THE RECIPIENT**.

### 5.2 Facilitation Payments to Officer of Public Body <sup>N1</sup>

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Facilitation payments are unofficial payments or other advantages made to secure or expedite the performance of a routine action by an officer of public body. Directors or Employees shall not promise or offer, or agree to give or offer, facilitation payments to an officer of any public body.

Note:

*N1: Public Body as defined in Section 3 of Malaysian Anti-Corruption Commission Act 2009*

### **5.3 Third Parties and Agencies**

All third parties, including agents, suppliers and joint-venture partners should be made aware of this **Anti-Bribery and Anti-Corruption Policy** and the arrangements with them shall be subject to clear contractual terms, including specific provisions requiring them to comply with minimum standards and procedures relating to bribery and corruption.

### **5.4 Political Contribution**

Subject to any prevailing law that govern political contribution, the Group may make contribution to political parties or candidates, subject to prior approval from the Board of Directors. However, such political contributions are not used as a scheme to conceal bribery. Proof of the political contributions shall be submitted to the Finance Department for documentation and record-keeping.

### **5.5 Charitable Contribution**

Charitable support and donations are acceptable, whether of in-kind services, knowledge, time, or direct financial contributions. However, Directors and Employees must be careful to ensure that charitable contributions are not used as a scheme to conceal bribery. No donation can be offered or made without the prior approval of the Managing Director / Deputy Managing Director, subject to the Group's Limits of Authority. Proof of the charitable contributions shall be submitted to the Finance Department for documentation and record-keeping.

### **5.6 Money-Laundering**

Money-laundering is deemed to have occurred when the criminal origin or nature of money or assets is hidden in legitimate business dealings or when legitimate funds are used to support criminal activities, including financing terrorism.

The Group is committed to abstain from all practices related to money-laundering, including dealing in the proceeds of criminal activities.

Money-laundering is a very serious crime and the laws governing this type of crime can have extra territorial effect, i.e. the application of the law is extended beyond local borders. The penalties for breaching anti-money laundering legislation are severe and can include extradition and incarceration in foreign jurisdictions.

To avoid violating anti-money laundering laws, Directors and Employees are expected to always conduct counterparty due diligence to understand the business and background of the Group's prospective business counterparties and to determine the origin and destination of money, property and services.

Counterparty means any party that the Group is currently in relationship with or intends to do business with in the future, either on a regular or one-off basis. Counterparties include, but are not limited to, customers, suppliers, consultants, agents, joint-venture partners and any other business partners.

## **6.0 RECORD-KEEPING & APPROVAL MECHANISM**

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It is important that proper and complete records be maintained of all payments made to third parties in the usual course of business as these would serve as evidence that such payments were bona fide, and not linked to corrupt and / or unethical conduct. All accounts, invoices, documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with accuracy and completeness.

- a) employees must declare all gifts and hospitality accepted or offered from / to the third parties for the celebration or festive seasons by completing the form as prescribed in **Appendix 1** and submitted to the Finance Department; and
- b) all gifts and hospitality accepted or offered from / to the third parties should be recorded in the register of gifts and hospitality as prescribed in **Appendix 2**.

Approval must be obtained from any of the executive directors of the Group if the value of gifts or hospitality exceeds the following threshold:

- o for any giving of gifts or hospitality to external parties, with value **exceeding RM2,000**; while
- o for any receiving of gifts or hospitality from external parties, with value **exceeding RM500**.

## 7.0 COMPLIANCE TO THE LAW

The Group will comply with all applicable laws, rules and regulations of the governments, commissions and exchanges in jurisdictions within which the Group operates. In particular, Directors and Employees are expected to understand and comply with the Malaysian Anti-Corruption Commission Act 2009 (including any amendment thereof) and the Malaysian Anti-Corruption Commission (Amendment) Act 2018. The Group reserves the right to report any actions or activities suspected of being criminal in nature to the police or other relevant authorities.

## 8.0 REPORTING OF VIOLATIONS

Any person who knows of, or suspects, a violation of the **Anti-Bribery and Anti-Corruption Policy**, is encouraged to whistle-blow or report the concerns through the mechanism set out under the Group's Whistleblowing Policy and Procedures. No individual will be discriminated against or suffer any sort or manner of retaliation for raising genuine concerns or reporting in good faith on violations or suspected violations of the **Anti-Bribery and Anti-Corruption Policy**. All reports will be treated confidentially.

For reference purposes (not exhaustive in nature), the following are some of the "red-flags" or indicator for possible concerns to be raised / reported:

- a) The party involved is known to have previously engaged in or has been accused of engaging in improper business activities / practices, paying bribes or requiring bribes to be paid to him / her.
- b) The party involved insists on receiving commission or fee for payment before committing to conclude a business agreement or contract or enter into formal business relationship.
- c) The party involved requests for payment in cash or refuses to sign a formal agreement or to provide an invoice or receipt for a payment made.
- d) The party involved requests for payment to be made to a country or jurisdiction different from the place in which he / she / it domiciles or conducts business.
- e) The party involved requests for an unexpected additional fees or commission.
- f) The party involved demands for lavish entertainment or gifts before commencing or continuing with the contractual agreement or provision of service.
- g) The party involved requests to overlook potential legal / regulatory violation.

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- h) The party involved requests to provide employment or unwarranted advantage to his / her friend or relative.
- i) Invoice received from the party involved differs from the common format adopted by the entity he / she works for, or the content of such invoice does not reflect the actual service provided.
- j) The party involved refuses to put the negotiated terms in writing.
- k) The party involved requests to use the services of an agent, intermediary, consultant or supplier not typically known or used by the entity he / she works for.

## **9.0 REVIEW OF THE POLICY**

The Board of Directors shall review this Anti-Bribery and Anti-Corruption Policy as and when deemed necessary.

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### Appendix 1 – Sample Gifts and Hospitality Disclosure Form

- This form is to be completed by the recipient / sender for all gifts and hospitality accepted / offered from / to the third parties for the celebration or festive seasons.
- Completed form to be submitted to the Finance Department.

<b>Offered to</b>			
Name			
Position			
<b>Offered by</b>			
Name			
Position			
Organisation			
<b>Details</b>			
Date offered			
Reason gift was offered			
Description of gift			
Estimated value of gift			
First time offer?	Yes ( )	No ( )	
Is the previous offer within last 12 months?	Yes ( )	No ( )	
Cumulative value of gifts offered by / to same individual within the last 12 months			
Signature of recipient / sender	Name:	Date:	
Acknowledgement / Signature of Finance Department	Name:	Date:	
<i>Section below to be filled by any of the executive directors of the Group, due to:</i> <ul style="list-style-type: none"> <li>• receiving of gifts or hospitality from external parties, with value <b>exceeding RM500</b>; or</li> <li>• giving of gifts or hospitality to external parties, with value <b>exceeding RM2,000</b>.</li> </ul>			
Decision regarding receiving of gifts or hospitality	To Decline <input type="checkbox"/>	Recipient to retain <input type="checkbox"/>	Transferred to company <input type="checkbox"/>
Decision regarding giving of gifts or hospitality	Approved <input type="checkbox"/>	Rejected <input type="checkbox"/>	
Reason of decision / approval			
Approval / Signature from executive director	Name:	Date:	

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**Appendix 2 – Sample Register of Gifts and Hospitality**

Date offered	Offered to (Name / Role)	Offered by (Name / Role)	Organisation	Reason for gift offered	Description of gift	Estimated value of gift	First time offer?  (Y/N)	Is the previous offer within last 12 months?  (Y/N)	Cumulative value of gifts offered by / to same individual in the last 12 months	Decision regarding gift ( <i>Declined / Retained / Transferred to company</i> ) & Reason for decision