

**ANTI-CORRUPTION  
&  
ANTI-BRIBERY  
POLICY**

**FOR**

**MTAG GROUP BERHAD**  
**(201801000029) (1262041-V)**

## **1. OBJECTIVE**

To define the policy and guideline for anti-corruption & anti-bribery.

## **2. SCOPE**

This Anti-Corruption & Anti Bribery Policy (“**Policy**”) applies to all companies within the MTAG Group. This includes individuals working at all levels and grades (existing and/or potential), including directors, senior managers, managers, officers, employees (whether full-time, part-time, contract or temporary), consultants, contractors, trainees, seconded staff, volunteers, interns, agents, sponsors, suppliers, customers, any third parties and any other person associated with MTAG Group (hereafter referred to as “a person connected”). This Policy sets out the practice of upholding high levels of personal and professional values in all MTAG Group’s business interactions and decisions.

## **3. POLICY & BACKGROUND**

This Policy has been established in line with Section 17A of the Malaysian Anti-Corruption Commission Act 2009 (“MACC Act”), which was enacted under the Malaysian Anti-Corruption Commission (Amendment) Act 2018. The said section will take effect from 1 June 2020.

Section 17A of the MACC Act provides that a commercial organization commits an offence if any person associated with the commercial organization commits a corrupt act in order to obtain or retain business or an advantage in the conduct of business for the commercial organization.

The term "commercial organization" means:

- (a) a company incorporated in Malaysia, whether carrying on business in Malaysia or elsewhere;
- (b) a company wherever incorporated and carries on business in Malaysia or part of a business in Malaysia;
- (c) a partnership under the Partnership Act 1961 or Limited Liability Partnerships Act 2012, 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.

It is a defence to such corporate liability offence if it can show that it had adequate procedures in place to prevent persons associated with the commercial organization from carrying out the corrupt conduct.

The Guidelines on Adequate Procedures issued by the National Centre for Governance, Integrity and Anti-Corruption (GIACC) under the Prime Minister’s Department on 4 December 2018 pursuant to Section 17A(5) of the MACC Act is aimed at assisting commercial organizations understand what adequate procedures should be implemented to prevent the occurrence of corrupt practices in their business activities.

A person is associated with a commercial organization if he/she is a director, or employee of the commercial organization, or is a person who performs services for or on behalf of the commercial organization.

### **3. POLICY & BACKGROUND – cont'd**

A person who performs services for or on behalf of the commercial organization is to be determined based on all relevant circumstances, not merely by reference to the nature of the relationship. This category is likely to include agents retained by the commercial organization who are not direct employees.

Parliament has opted for a broad definition to permit a more expansive interpretation focusing on the facts and surrounding circumstances. As such, the new provision can potentially cover a wide range of corrupt scenario and call to account corporate corruption in various guises.

### **4. PURPOSE**

The purpose of this Policy is to:

- (a) set out the responsibilities of MTAG Group and of those working for MTAG Group, in observing and upholding MTAG Group's position on bribery and corruption; and
- (b) provide information, guidance and procedures to those working for MTAG group on how to recognize and deal with bribery and corruption issues

### **5. PROCEDURES**

#### **5.1 GUARDING AGAINST BRIBERY AND CORRUPTION**

MTAG Group takes a zero-tolerance approach towards bribery and corruption, and is committed to behaving professionally, fairly and with integrity in all our business dealings and relationships wherever MTAG Group operates, and implementing and enforcing effective systems to counter bribery and corruption.

The consequences of bribery and corruption are severe, and may include imprisonment for individuals, hefty fines, debarment from tendering for public contracts, and damage to MTAG Group's reputation. We therefore take our legal responsibilities very seriously.

As a person connected to MTAG Group, you must not influence others or be influenced, either directly or indirectly, by paying or receiving bribes or kickbacks or any other forms of gratification that are deemed unethical or will tarnish reputation of MTAG Group.

You must comply with all applicable anti-bribery and corruption laws and regulations in all countries in which MTAG Group operates. You must not directly or indirectly promise, offer, grant or authorize the giving of money or anything else of value, to government officials, officers of private enterprises and their connected persons to obtain or retain a business or an advantage in the conduct of business. These include:

- Commissions - that you have reason to suspect will be perceived as bribes or have reason to suspect will be used by the recipient to pay bribes or for other corrupt purposes;

## **5.1 GUARDING AGAINST BRIBERY AND CORRUPTION– cont'd**

- Facilitation payments - which are regarded as payments to government officials to gain access, secure or expedite the performance of a routine function they are in any event obligated to perform. MTAG Group does not allow facilitation payments to be made. You must inform the appropriate compliance personnel when encountered with any request for a facilitation payment. If you have made any payment which could possibly be misconstrued as a facilitation payment, the appropriate compliance personnel must immediately be notified and the payment recorded accordingly;
- Bribe – Anything of value given in an attempt to affect a person’s actions or decision in order to gain or retain a business advantage. Anything of value includes cash, entertainment or others gifts or courtesies;
- Corruption – The 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;
- Kickbacks – The return of a sum already paid or due as a reward for awarding of furthering business; or
- Political Contribution – while you may act in your personal capacity as a citizen who is not restricted to make any personal political donations, MTAG Group will not make any reimbursement for these personal political contributions back to you as it adopts an apolitical stance.

However, MTAG Group may contribute to the following, subject to qualifications contained herein:

- Charitable Contributions, sponsorships or donations with corporate social responsibility in mind – these corporate social responsibility activities to the society may be made by MTAG Group to community projects or charities in good faith and compliance with the MTAG Group’s Code of Business Conduct and Ethics. Any charitable contributions, sponsorships or donations made on behalf of MTAG Group must be approved in accordance with MTAG’s Limits of Authority; or
- Gifts, hospitality and entertainment – these exchange of business courtesies may be offered to or received from you but only where it is appropriate to do so in the circumstances that do not influence business decisions. Any such business courtesies offered or received that transacted on behalf of MTAG Group must be approved in accordance with MTAG's Limits of Authority.
- All records of financial transactions shall be properly kept, substantiated and justified that business reason for making payments to, and receiving payments from, third parties accurately as part of the admissibility document evidence.

You must not directly or indirectly involve in any corrupt conduct, which include but not limited to the abuse of position/ authority and falsification of documents.

You must also refrain from any activity or behaviour that could give rise to the perception or suspicion of any corrupt conduct or the attempt thereof. Promising, offering, giving or receiving

## **5.1 GUARDING AGAINST BRIBERY AND CORRUPTION– cont'd**

any improper advantage in order to influence the decision of the recipient or to be so influenced may not only result in disciplinary action but also criminal charges.

You will not suffer demotion, penalty or other adverse consequences for refusing to pay or receive bribes even if such refusal may result in the company losing its business or not meeting the targets.

All counterparties are under a duty not to promise, offer or give any improper advantage on behalf of MTAG Group. The Board of Directors and employees must endeavour to ensure that these counterparties do not promise, offer or give any such improper advantage on behalf of MTAG Group.

## **5.2 REVISION TO OUR POLICY**

We may modify or amend this Policy from time to time at our discretion. The updated version shall apply and supersede any and all previous version. We will update the latest version on our website from time to time.

## **6. ROLES AND RESPONSIBILITIES**

Apart from understanding and complying with this Policy, as a director or an employee, you are also responsible to:

- provide awareness training and retraining to those reporting to you;
- ensure those reporting to you understand and comply with the Policy;
- promote compliance and good ethical values via leadership by example; and
- provide guidance to others who have raised concerns or questions regarding the Policy.

## **7. REPORTING OF POLICY VIOLATIONS**

Any individual and employee with any suspicion, concern, or belief regarding a breach of the provisions of MACC Act or policies, guidelines, rules and regulations as may be imposed by the relevant authorities and/or MTAG Group's internal policies, are encouraged to raise, notify and make a report via the channel outlined in our Whistleblowing Policy.

All directors and employees of MTAG Group must read and declare compliance with the Policy upon appointment to or joining MTAG Group and may be subjected to disciplinary action, including termination of employment or dismissal, for violating the Policy. Violation of the Policy that is related to criminal acts may result in prosecution after referral to the appropriate authorities.

Business partners (customers, suppliers, bankers and stakeholders) are encouraged to adopt similar principles and standards of behaviour.

Approved and adopted on 28 May 2020.