

GROUP ANTI-BRIBERY & ANTI-CORRUPTION POLICY

Message from the Management

KSL Holdings Berhad and its subsidiaries (collectively referred to as the Group) are committed in conducting our business in responsible, transparent manners and with integrity. The Group works to inspire its employees and its directors of its Group to adopt a strict zero tolerance of any form of corruption in its working environment.

The anti-bribery and anti-corruption policy below is set to provide guideline and parameter to prevent any corrupt activities involving the Group Directors, employees, business associates and all parties related to the Group business. The policy also set to monitor the compliance of all the preventive system and the relevance law in force. This policy is to be read together with the Group other standard operating procedures and policies.

1. OBJECTIVE

The objectives of this Policy are:

- 1.1 To give information and guideline to the Group Directors and employees on how to recognize and the necessary action to be taken when facing with unethical solicitation or corruption activities in performing daily operational duties.
- 1.2. To educate all business associate (supplier, contractor, vendor, etc.) that in business relation with the Group on the appropriate conduct, the preventive and compliance system of the Group in conducting its business operation.
- 1.3. The policy is not intended to be exhaustive and there may be additional obligation that Directors, Employees and all business associates are expected to adhere or comply during performing business transaction and operational duties.

2. APPLICABILITY

2.1 All Directors and Employee of the Group

All Directors and Employees of the Group are subject to the compliance of the policy. Those found in violation of the policy are subject to the disciplinary action, which include in termination of employment. Head of Departments are responsible to educate and ensure that their respective staff read, understand and comply with the Group Anti-Bribery and Anti-Corruption policy at all time.

2.2 Business Associates

Business associate which include suppliers, vendors, consultants, agents, contractors, sub-contractors, joint-ventures partners and other representative acting for or on behalf of the Group.

Business associates that are found in violation of this Policy will be subject to termination of service/ business relation and in more severe cases, other legal and remedial action applicable under relevant law inforce will be taken by the Group.

3. DEFINITION OF BRIBERY AND CORRUPTION

By definition, bribery and corruption give a meaning of an act of giving or receiving any kind of gratification whether in term of cash or in-kind of higher value with the intention to induce or reward a person to act or forbearing to do any act in respect of any matter or transaction in relation to his/ her job description.

4. GIFTS, ENTERTAINMENT & CORPORATE HOSPITALITY

The Group strictly prohibited the practice of unethical giving and receiving of gift (in cash or in kind of higher value) that unduly

influence business or regulatory decision, to retain or win business or in exchange favors or benefit

Directors or Employees should not accept or give cash or in kind to a third party if it is made with intention of influencing the third party to obtain or retain business.

Directors or Employees shall not promise, offer or give cash or in kind to any government or public body official in order to secure or expedite the performance of a routine action of the officer

This policy does not prohibit normal business hospitality, as long as it is reasonable, appropriate, modest & bona fide corporate hospitality

Example of allowable gift or benefits:

4.1.1 Meals for business purpose, meeting or as participant of work related meeting or seminars.

4.1.2 Gift or token given during work related meeting, seminar or conference

4.1.3 Token gift offered in business situation or to all participant or attendees for example, work related seminar and conference

4.1.4 Small low value items or gift of promotional nature

4.1.5 All gift received by Employees have to be declare to the management for approval.

5. SPONSORSHIP, CHARITABLE DONATION AND CORPORATE

Charitable support, donation or sponsorship is acceptable whether of in kind services, knowledge, time or direct financial contribution. However, Directors and employees must ensure that the charitable contribution received or render must not conceal any bribery scheme

or intention. The donation or charity contributions have to be transparent and made to legitimate organization as those registered with the registrar of Society.

All expenses under these activities must be documented in accounting record.

6. FACILITATION PAYMENT

The Group prohibit any facilitation payment which also known as kickbacks namely payment to government officials or authorized agents to illegally secure or expedite the performance of a routine function or duty which they have the obligation to perform.

Employees are prohibited from directly or indirectly, requesting, accepting or giving facilitation payments for the benefit of the employees themselves or in connection with the organization's operation or business.

Directors, employees and any third parties are prohibited from making any facilitation payment on behalf of the Group.

However, under the special circumstances, whereby the Directors or employees have no alternative but to make the facilitation payment as to protect themselves from imminent threat such as injury, loss of limb or liberty. This facilitation payment must to be reported immediately to the management.

7. DEALING WITH THIRD PARTIES

Any third party (individual or organization) including but not limited to contractor, agent, consultant, sub-contractor, supplier, joint venture partners engaged to act for or on behalf of the group should be made aware of this Policy and the arrangement should be include in clear contractual term including specific provision which require them to abide and comply with the standard procedures of the Anti-Bribery

and Anti-Corruption

Employee are required to practice due diligence in order to assess the integrity of prospective business counterpart and to avoid knowingly to enter any business dealing with any third party reasonably suspected to engage in any unethical activities such as bribery, money laundering or any unlawful business activities.

8. DEALING WITH PUBLIC/GOVERNMENT OFFICIAL & POLITICALLY

8.1 Exposed Person

Employees of the Group are to practice caution when dealing with public official as to avoid any perception or suspicion of bribery or corruption,

9. POLITICAL CONTRIBUTION & DONATION

The Group does not make any contribution to political parties, political officials or candidates for political office. Employees are not allowed to use any of the Group or its subsidiaries fund or resources to make any direct or indirect political contributions on the behalf of the Group or its subsidiaries.

10. CONFLICT OF INTEREST

Conflict of interest arise in a situation where there is a personal interest that might be considered to interfere with the person's objectivity when performing their duties or exercising judgement on behalf of the company.

Employees of the Group and its subsidiaries must always act in the Group's best interest, exercise proper care and judgement and avoid any conflict of interest when discharging their duties. Employee shall refrain from taking advantage or using their position or exercising their authority for their personal interest at the expense of the

company.

In this circumstances, employees are strictly prohibited from directly or indirectly soliciting, offering or accepting any cash or in-kind as to avoid any potential conflict of interest. This is applicable especially to employee who involved in the following:

10.1 Negotiation of contract/ exercise any right or entitlement

10.2 Procurement Process (tender/ bidding)

10.3 Assessment or evaluation process by government /public official

10.4 Recruitment process

Employee is required to declare any conflict of interest and withdraw from taking any action or participating in any decision-making process in matters where they have or potentially have a conflict of interest.

11. ANTI MONEY LAUNDERING & COUNTER TERRORISM FUNDING(S)

Directors, Employees and all business associate must comply with the applicable anti-money laundering laws and counter terrorism funding.

12. RECORD KEEPING AND DOCUMENTATIONS

All business and financial record especially for payment made to third parties who include payment to suppliers, contractors, sub-contractors, agents, consultants and as such must be kept completely and properly. All account, Invoices, receipt, document and supporting relating to the payment should be accurate and complete as this will serve as evidence that the payment is bona fide and no unethical transaction occur.

Employees are required to declare all hospitality or gift received and submit the details to the person in charge assigned by the management. These details are to be recorded into a register which subject to the internal auditor review.

13. DUTY TO REPORT

It is the duty of Directors, employees and all business associates of the Group to report on any gratification solicited, offered, promised, given, obtained, accepted, attempted to obtain or accept to MACC

Report may also be made under Whistle Blower Policy of the Group by writing to the Audit Committee Chairman and/ or Senior Independent Director. Employees and parties making such report are protected under MACC Act 2009, Witness Protection Act 2010, Whistle Blower Act 2010 and Whistle Blower Policy of the Group.

No malicious, vindictive or baseless accusations shall be made by any employee against another employee(s). Appropriate action shall be taken against employee making such vindictive and baseless accusation. 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 policy.

All report will be treated confidentially.

14. TRAINING

The Group continuously conducts awareness programs for all employees to refresh awareness of anti-bribery and anti-corruption measures, and to continuously promote integrity and ethics

In addition, the Group also provides anti-bribery and anti-corruption training to the new recruits

15. DISCIPLINARY ACTIONS & OFFENCES

Appropriate disciplinary action will be taken against those found to have violated the anti-bribery and anti-corruption policy, which includes termination of employment.