



IREKA CORPORATION BERHAD

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

[1] INTRODUCTION

This Anti-Bribery and Corruption Policy (“Policy”) of Ireka Corporation Berhad (“Ireka”) sets out the policy statements and other relevant parameters approved by the Board of Directors (“BOD”) against bribery and corrupt practices by the Board Members (“Directors”) and employees (“Employees”) of Ireka and its subsidiaries (“Group”), and persons performing services for or on behalf of the Group (“Service Providers”). This Policy shall be read in conjunction with the Code of Conduct of the Group.

[2] DEFINITION OF BRIBERY AND CORRUPTION

All Directors, Employees and Service Providers are strictly prohibited from being involved in any form of bribery or corrupt acts, including where that person by himself, or by or in conjunction with any other person:-

- i. Corruptly solicits or receives or agrees to receive for himself or for any other person; or
- ii. Corruptly gives, agrees to give, promises or offers to any person whether for the benefit of that person or of another person, any gratification as an inducement to or a reward for, or with the intent to secure or otherwise on account of :-
 - a. Any person doing or forbearing to do anything in respect of any matter or transaction, actual or proposed or likely to take place; or
 - b. Any officer of a public body doing or forbearing to do anything in respect of any matter or transaction, actual or proposed or likely to take place, in which the public body is concerned, or
 - c. Any business or advantage for the Group.

Any person found in violation of any of this Policy and/or being involved in such acts of bribery and/or corruption, shall, if found guilty, be subject to the appropriate disciplinary actions, including termination of services or employment.

Please refer the Malaysian Anti-Corruption Commission (“MACC”) Act 2009 for the definition of ‘gratification’.

[3] OBJECTIVE

The objective of this Policy is to set out clear policies of the Board in upholding the highest standards of ethical practices and integrity by all Directors and Employees in carrying out the affairs and businesses of the Group and by all Service Providers in performing services for and on behalf of the Group.

[4] APPLICABILITY

This Policy applies to all Directors and Employees. The general principles & prohibition under this Policy shall also apply to all Service Providers (including consultants, advisors and agents) performing services for and on behalf of the Group. Employee abovementioned refers to person enters into a contract of service with Ireka under Employment Act 1955 and those with a fixed term contract (i.e. 3 months) interns / trainees.

[5] GUIDANCE ON COMMON FORMS OF BRIBERY AND CORRUPTION

5.1. Commissions, Referral Fees and Incentives

The giving of commissions, referral fees and/or incentives in the ordinary course of business is generally not prohibited, so long as they are genuine and commercially driven, with no intent to disguise any acts of bribery or corruption as such.

5.2. Facilitation Payments To Officer of Public Body^{N1}

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.

However, there could arise circumstances in which the Directors or Employees have no alternative but to make a facilitation payment in order to protect themselves from injury, loss of life or liberty. Any request for facilitation payment under such circumstances should be reported immediately to the superior or Head of Division/Department and BOD.

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

5.3. Gifts, Entertainment And Hospitality

This Policy does not prohibit gifts, entertainment, hospitality and travel so long as it is reasonable, appropriate, modest and bona fide.

As a general principle, the Directors and Employees should not accept any gift if it is made with the intention of influencing himself to obtain or retain business, or in exchange for any favours or benefits.

Similarly, Directors and Employees should not give any gift to a third party 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 entertainment should not be given or accepted.

5.4. **Third Parties and Agencies**

All third parties, including contractors, sub-contractor, consultants, vendors, agents, suppliers and joint venture Directors of Ireka should be made aware of this 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.

5.5. **Political Contribution**

Any contribution to individual politicians or candidates of the political parties is prohibited, unless it is for or in relation with bona fide charitable purposes. Subject to any prevailing laws governing political donations, the Group may make contributions to political parties in Malaysia, provided the prior approval from the Board of Directors is obtained.

5.6. **Donation, Sponsorship and Charitable Contribution**

Genuine and legitimate donations, sponsorships and charitable contribution and support are acceptable, whether in cash or otherwise.

[6] **SERVICE PROVIDERS**

All Service Providers must be made aware of this Policy. Whenever commercially possible, Service Providers must be required to and must declare their awareness of and undertake to comply with this Policy prior to establishing any formal business relationship.

[7] **RECORD-KEEPING**

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.

[8] **ANTI-BRIBERY AND CORRUPTION COMPLIANCE FUNCTION**

Ireka adopts a zero-tolerance approach towards all forms of bribery and corruption. Ireka, as a Group promotes good governance and integrity in the carrying out of its business activities. Towards this end Ireka will conduct continual review and improvements on the Group's policies and procedures in relation to anti-bribery and anti-corruption.

Ireka Group shall require due diligence checks on the following relevant parties as necessary:

1. The Clients
2. Suppliers
3. Subcontractors
4. Employees

Due diligence may be conducted in a variety of ways, including but not limited to:

1. Background checks
2. Documents verification
3. Interviews
4. Questionnaires
5. Website search
6. Check against government, judicial, and international database
7. Checking through screening tools/ solutions (CCRIS/ CTOS/ DCHEQS) and
8. Checking publicly available debarment lists of organization that are restricted or prohibited from contracting with public or government entities kept by national or local governments as well as multilateral institutions, such as the World Bank

The Compliance Officer shall be responsible to review the adequacy and effectiveness of the controls relating to this Policy.

[9] WHISTLE BLOWING FRAMEWORK

A robust framework for whistle blowing and reporting any form of improper conduct, wrongdoings, bribery, corruption, fraud and/or abuse by any Director or Employee as well as any Service Provider shall be put in place to allow such acts to be reported via the appropriate channels, whilst protecting the identity of the person reporting, in order to deter, prevent and uncover such acts.

[10] TRAINING AND AWARENESS

The Group shall conduct training and awareness programs for all its staff on its position regarding anti-bribery and corruption, integrity and ethics.

[11] REVIEW OF THE POLICY

The BOD will monitor compliance with the Policy and review the Policy at least once every 3 years to ensure that it continues to remain relevant and appropriate.