



EXSIM HOSPITALITY BERHAD
Registration No.: 198301000236 (95469-W)
(Incorporated in Malaysia)

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

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1. **INTRODUCTION**

- 1.1. The Company is committed to promoting and maintaining high standards of transparency, accountability, and ethics in the workplace. In line with good corporate governance and the **Malaysian Anti-Corruption Commission Act 2009**, the **Penal Code (Act 574)**, and the **Anti-Money Laundering and Anti-Terrorism Financing Act 2001 (AMLA)**, the Company has implemented this Policy to prevent, detect, and respond to bribery and corruption.
- 1.2. The Anti Bribery and Anti Corruption Policy, also known as the ABC policy is in line with the Group's CoBE (defined below) which acts as a guiding principle on any ethical issues one may face during the course of business and the standards of behaviour expected of all employees of the EXSIM Hospitality Berhad ("EHB"), in line with its core values - Strong, Efficient, Trustworthy (SET).
- 1.3. The ABC policy is not intended to provide definitive answers to every question regarding bribery and corruption. Instead, it provides for a comprehensive guiding principle focused in assisting the Group and its Business Partners to combat bribery and corruption coupled with the Group's commitment to lawful and ethical course of business at all times.

2. **PURPOSE/OBJECTIVE**

- 2.1. To set out the Group's position on corruption and bribery in all its forms that the Group may encounter in daily operations.
- 2.2. To provide guidance to Directors, Employees, and Business Partners on dealing with improper solicitation and corrupt activities that may arise in the course of business.
- 2.3. This Policy is part of the Group's commitment to adhere strictly to the relevant laws relating to corruption including, but not limited to, the Malaysian Anti-Corruption Commission Act 2009, the Penal Code (Act 574), and the Anti-Money Laundering and Anti-Terrorism Financing Act 2001.
- 2.4. To serve as a preventive tool to help the Group's Directors, Employees and Business Partners recognise, detect and avoid potential corrupt practices.

3. **DEFINITIONS**

- 3.1. For the purpose of this Policy, unless the context otherwise requires:

Anti-Money Laundering, Anti-Terrorism Financing and Proceeds of Unlawful Activities Act 2001	Relates to the laundering of property derived from illegal activities such as bribery or fraud (Section 4(1))
Board	Refers to the Boards for the respective companies under the EXSIM Hospitality Berhad ("EHB") Group
Business partner	Refers to any person or entity, which the Company has engaged with or entered into a procurement process of acquiring supplies of goods and services in order to fulfil the company's strategic and operational needs that require coordination of multiple disciplines across the end-to-end procurement chain
CoBE	Refers to the Group's Code of Business Ethics

3.1 For the purpose of this Policy, unless the context otherwise requires: (cont'd)

Competition Act 2010	Relates to bid-rigging and collusion (Section 4(2))
Confidential information	Includes: <ul style="list-style-type: none">(a) Any information, data, or knowledge, in whatever form, that is not generally available to the public and is entrusted to the Company or its employees in the course of business;(b) Proprietary Business Information: Strategic plans, financial results (pre-announcement), pricing structures, internal tender evaluations, trade secrets, and experience data;(c) Third-Party Information: Sensitive data belonging to clients, vendors, or business partners that the Company is contractually obligated to protect; and(d) Integrity-Related Information: The identity of whistleblowers, details of ongoing internal investigations, and reports of suspected "Improper Conduct."
Customer	Refers to any person or entity to which the Group provides its products and renders its services, which may include potential customers
Detrimental action	Includes: <ul style="list-style-type: none">(a) Action causing injury, loss or damage;(b) Intimidation or harassment;(c) Interference with the lawful employment or livelihood of any person, including discrimination, discharge demotion, suspension, disadvantage, termination or adverse treatment in relation to a person's employment, career, profession, trade or business or the taking of disciplinary action; and(d) A threat to take any of the actions referred to in paragraphs (a) to (c).
Digital Assets	Includes but is not limited to cryptocurrencies, e-wallet credits (e.g., Touch 'n Go, GrabPay), and non-fungible tokens (NFTs)
Disclosure	Refers to any disclosure of improper conduct
Effective Date	Refers to the date on which the ABC Policy comes into force and any disclosures made on or after this date shall be governed by the provisions outlined in the Policy
Employee	Refers to any person who is in the employment of the Group, including but not limited to executives, non-executives, secretaries, secondees and individuals on direct hire.

3.1 For the purpose of this Policy, unless the context otherwise requires: (cont'd)

Group/Company	Refers to EHB and its Group of Companies. Group/Company is used for convenience where references are made to EHB's companies in general
Malaysian Anti-Corruption Commission Act 2009	Relates to soliciting/accepting bribes, giving/offering bribes, false claims (Section 18), and abuse of position (Section 23)
Penal Code (Act 574)	Relates to public servants taking gratification (Sections 161–165), criminal breach of trust (Sections 405–409B), and concealment of offences (Sections 213–215)
Policy	Refers to the ABC Policy
Public Officials/ Government Officials	Includes any person holding a legislative, administrative, or judicial office (appointed or elected); any person exercising a public function for a public agency or who is a member, an officer, an employee or a servant of a government agency whether federal or state authorities

3.2 Words importing the singular number include the plural and vice versa and words importing the masculine, feminine or neuter gender shall include all genders.

4. SCOPE OF POLICY

4.1. This policy applies to all Directors (executive and non-executive), Employees (permanent, contract, and temporary), Business Partners, and Joint Venture Partners.

4.2. It also covers contractors, sub-contractors, consultants, and agents performing services for the Group.

5. FORMS OF CORRUPTION AND BRIBERY

5.1. Bribery: Any benefit (cash, gifts, entertainment, property, loans, paying for a holiday or promise of future employment) used to secure or expedite performance of duties.

5.2. Collusion/Bid-Rigging: Cooperation between parties to defraud or deceive, such as fraudulent bidding in tenders. It is an offence under Section 4(2) of the Competition Act 2010.

5.3. Abuse of Power: Using a position of trust for illicit gain, an offense under Section 23 of the MACC Act 2009.

5.4. False Claims: Dishonestly obtaining property through deception or false invoices. False claim is governed under Section 18 of the MACC Act 2009 which provides for "offence of intending to deceive principal by agent".

5.5. Embezzlement: Dishonest appropriation of money or assets entrusted to an individual (Criminal Breach of Trust under Section 405 of the Penal Code). This offence carries a punishment of maximum 10 years imprisonment with whipping and fine.

5.6. Unauthorised Use: Unauthorised use of the Group's or Company's proprietary information by the Group's or Company's Employees and Business Partners.

5.7. General Conduct: Gratification must not be offered, promised, paid, requested, or accepted. A deliberate failure to report suspicions of corruption will be subject to disciplinary action.

6. DEALING WITH THIRD PARTIES

6.1. General Rules: Counterparty due diligence must be conducted before entering arrangements to ensure Third Parties subscribe to ethical standards.

6.2. Red Flags: Employees must remain alert to indicators such as pressure for urgent payments, abnormally high commissions, or refusal to agree to anti-corruption terms.

6.3. Joint Ventures and M&A: The Group must evaluate transactions through risk-based due diligence to ensure compliance.

7. DEALING WITH PUBLIC OFFICIALS

7.1. Providing gifts or hospitality to public officials is a high-risk situation.

7.2. Prior approval from Heads of Divisions/Departments is mandatory, and such hospitality must not be lavish or excessive.

8. GIFTS, ENTERTAINMENT, AND CORPORATE HOSPITALITY

8.1. No Gift Policy: The Group generally prohibits accepting or providing gifts to Third Parties.

8.2. Limited Exceptions: Gifts under RM100 (e.g., logo pens) or gifts where refusal would seriously offend a business relationship (requiring approval) are exceptions.

8.3. Corporate Hospitality: Must be reasonable, bona fide, and not lavish. Soliciting hospitality is strictly prohibited. All Disclosure must be made in good faith and must not be made for the purposes of personal advantage or gain or based on office gossip.

9. POLITICAL CONTRIBUTIONS, CSR, AND DONATIONS

9.1. Political Contributions: The Group does not make monetary or in-kind political contributions.

9.2. CSR and Donations: All sponsorship and charitable donations must receive prior authorisation from Management or the Board and undergo due diligence.

10. FACILITATION PAYMENTS AND MONEY LAUNDERING

10.1. Facilitation Payments: Small payments made to secure or speed up routine actions are considered bribes and are strictly prohibited.

10.2. Money Laundering: The Group prohibits the laundering of property derived from illegal activities such as bribery or criminal breach of trust.

11. HIRING AND RECRUITMENT

Recruitment must be merit-based with proper background checks to ensure candidates have not been involved in corrupt practices.

12. REPORTING PROCEDURES (WHISTLEBLOWING)

- 12.1. Directors and Employees must report any concerns about corruption through the channels provided in the Whistleblower Policy.
- 12.2. Reporting can be made via email to ac-chairman@exsimgroup.com or physically to the Authorised Officers.

13. CONSEQUENCES OF BREACH

- 13.1. Employees: Breach may result in disciplinary actions including written warnings, suspension, withholding of salary increment up to one year, demotion, summary dismissal or any other punishment deemed fit by the Company.
- 13.2. Business Partners: Violations may lead to termination of relationships, blacklisting, and claims for damages.

14. RESPONSIBILITIES

- 14.1. Board of Directors: Responsible for promoting good governance and ensuring whistleblowing protection. Do not condone improper practice of the Company if any.
- 14.2. Management: Must ensure subordinates understand the policy and provide adequate training. Do not condone improper practice of the Company if any.
- 14.3. All Employees: Must understand and comply with the policy and report suspected practices via whistleblowing channel. Do not condone improper practice of the Company if any.
- 14.4. Business Partners: Must comply with the policy and report suspected corrupt practices. Do not condone improper practice of the Company if any.

15. TRAINING AND AWARENESS

The Group shall provide regular training and awareness programs to all parties regarding their obligations under this Policy.

16. POWER TO ACCESS RECORDS AND PREMISES

The Group retains the right to audit Third Party compliance with this Policy and access records during investigations.

17. CHANGES TO POLICY

- 17.1. The Company reserves the right to amend, modify, change and/or update this Policy from time to time and as and when required.
- 17.2. The Company shall inform all employees and/or its business partners of any amendment, modification, changes and/or updates to this Policy accordingly.

18. LANGUAGE

This Policy is issued in English language. In the event of any inconsistency, the English version shall prevail.