



HEXTAR GLOBAL BERHAD
and all its subsidiaries

**ANTI-BRIBERY AND CORRUPTION
POLICY & PROCEDURES**

29 MAY 2020



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1. OBJECTIVE

Anti-Bribery and Corruption Policy ("Policy") sets out HEXTAR GLOBAL BERHAD and all its subsidiaries' ("HEXTAR Group" or "the Group") principles in dealing with improper solicitation, bribery and other corrupt activities and related issues that may arise in the course of business.

This Policy sets out HEXTAR Group's overall position on bribery and corruption in all its forms. The Policy is not intended to be exhaustive as there may be additional obligations that the Personnel is expected to adhere to or comply when performing their duties. For all intents and purposes, the Personnel shall always observe and ensure compliance with this Policy and all applicable laws, rules and regulations in the performance of their duties.

HEXTAR Group is committed to conducting its business ethically and in compliance with all applicable laws and regulations in the countries where it does business. These laws include but are not limited to the Malaysian Penal Code (revised 1977) (and its amendments), the Malaysian Anti-Corruption Commission Act 2009 (and its amendments) ("MACCA"), the Companies Act 2016 (Malaysia), the US Foreign Corrupt Practices Act 1977 (amended 1998), and the UK Bribery Act 2010. These laws prohibit bribery and acts of corruption, and mandate that companies establish and maintain accurate books and records and sufficient internal controls.

This Policy is not intended to provide definitive answers to all issues related to bribery and corruption. If multiple documents speak on the same subject, then the more stringent provision shall apply at all times. If a law conflicts with a policy as set out in this policy, should comply with the law. If you perceive that a provision in this policy conflicts with the law in your jurisdiction, should consult with your Head of Department/Division, Human Resource Department or Top Management, rather than disregard the policy without consultation.

This Policy should be read in conjunction with HEXTAR Group's various policies & guidelines.

2. SCOPE

This Policy is applicable to HEXTAR Group, its Controlled Organisation, Business Associates acting on behalf of the Group, the Board of Directors and all HEXTAR Group's Personnel and shall be amended from time to time in line with laws and regulatory requirements. All reviews and changes therein must be approved by the Board of Directors before coming into effect.

Joint-venture companies in which HEXTAR Group is non-controlling or co-venture and associated companies are encouraged to adopt these or similar principles and standards. External Providers are also expected to comply with this Policy in relation to all work conducted with HEXTAR Group, or on behalf of the Group

3. DEFINITION

- i. **“Bribery & Corruption”** means any action which would be considered as an offence of giving or receiving ‘gratification’ under the MACCA. In practice, this means offering, giving, receiving or soliciting something of value in an attempt to illicitly influence the decisions or actions of a person who is in a position of trust within an organisation.
- ii. Bribery may be ‘outbound’, where someone acting on behalf of HEXTAR Group attempts to influence the actions of someone external, such as a Government official or client decision-maker. It may also be ‘inbound’, where an external party is attempting to influence someone within HEXTAR Group such as a senior decision-maker or someone with access to confidential information.
- iii. **“Gratification”** is defined in the MACCA to mean the following:
 - (a) money, donation & sponsorship, gift, loan, fee, reward, valuable security, property or interest in property being property of any description whether movable or immovable, financial benefit, or any other similar advantage;
 - (b) any office, dignity, employment, contract of employment or services, and agreement to give employment or render services in any capacity;
 - (c) any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;
 - (d) any valuable consideration of any kind, any discount, commission, rebate, bonus, deduction or percentage;
 - (e) any forbearance to demand any money or money’s worth or valuable thing;
 - (f) any other service or favour of any description, including protection from any penalty or disability incurred or apprehended or from any action or proceedings of a disciplinary, civil or criminal nature, whether or not already instituted, and including the exercise or the forbearance from the exercise of any right or any official power or duty; and
 - (g) any offer, undertaking or promise, whether conditional or unconditional, of any Gratification within the meaning of any of the preceding paragraphs (a) to (f).
- iv. **“Business Associate”** means an external party with whom HEXTAR Group has, or plans to establish, some form of business relationship. This may include clients, customers, joint ventures, joint venture partners, consortium partners, outsourcing providers, contractors, consultants, subcontractors, suppliers, vendors, advisers, agents, distributors, representatives, intermediaries and investors.
- v. **“Conflict of Interest”** means when a person’s own interests either influence, have the potential to influence, or are perceived to influence their decision making at HEXTAR Group.

- vi. **“Controlled Organisation”** means an entity where HEXTAR Group has the decision-making power over the entity such that it has the right to appoint and remove the management. This would normally be where HEXTAR Group has the controlling interest (>50% of the voting share ownership), but it could be where there is an agreement in place that HEXTAR Group has the right to appoint the management, for example a joint venture where HEXTAR Group has the largest (but still <50%) allocation of the voting shares;
- vii. **“Corporate Gift”** means something given from one organisation to another organisation or individuals, with the appointed representatives giving and accepting the gift. Corporate Gifts may also be promotional items given out equally to the general public at events, functions, trade shows and exhibitions as a part of building the company’s brand and include gifts from the company to its personnel in relation to an internally or externally recognised company’s events, functions or celebrations. The gifts are given transparently and openly, with the implicit or explicit approval of all parties involved. Corporate Gifts normally bear the company’s name and logo. Examples of Corporate Gifts include items such as diaries, table calendars, pens, notepads and plaques.
- viii. **“Donation & Sponsorship”** means charitable contributions and sponsorship payments made to support the community. Examples include sponsorship of educational events, supporting NGOs, and other social causes;
- ix. **“Exposed Position”** means a staff position identified as vulnerable to bribery through a risk assessment. Such positions may include any role involving: procurement or contract management; financial approvals; human resource; relations with government officials or government departments; sales; positions where negotiation with an external party is required; or other positions which HEXTAR Group has identified as vulnerable to bribery;
- x. **“Hospitality”** means the considerate care of guests, which may include refreshments, accommodation and entertainment at a restaurant, hotel, club, resort, convention, concert, sporting event or other venue such as HEXTAR Group’s offices, with or without the personal presence of the host. Provision of travel may also be included, as may other services such as provision of guides, attendants and escorts; use of facilities such as a spa, golf course or ski resort with equipment included;
- xi. **“Management”** means Group Chief Executive Officer, Managing Director, Executive Director or Financial Controller.
- xii. **“Personnel”** means directors and all individuals directly contracted to HEXTAR Group on an employment basis, including permanent and temporary employees, including their family members and/or agents and/or appointed representatives

4. THE LAW AND COMPLIANCE RISK

The MACCA has been amended, among others, to introduce corporate liability provision for bribery and corruption under Section 17A, which will come into effect on 1st June 2020.

Section 17A applies to all “commercial organisation”, i.e. companies and partnerships, incorporated in Malaysia which conduct their respective businesses in Malaysia – s17A(8). The Section has a broad application as it covers

“a company wherever incorporated”, hence applying also to foreign companies which operate their businesses in Malaysia. The offence also holds a commercial organization liable for the offence committed outside of Malaysia.

Essential Features of Section 17A of the MACCA criminalizes an organisation for corruption-related actions by associated persons done for the benefit of the organisation. Section 17A (1) states that a commercial organisation commits an offence if a person associated with it corruptly gives, offers or promises any gratification to any person with an intent to obtain or retain business or a business advantage for the said commercial organisation.

Section 17A(3) of the MACCA *deems* the Management (e.g. director, controller, officer, partner or a person concerned in the management of the affairs) of a convicted commercial organisation to have committed the same offence, and be held personally liable for the offence. One can be absolved of such personal liability only if the person (in Senior Management) can prove that the offence was committed “without his consent or connivance and he exercised due diligence to prevent the commission of the offence as she ought to have exercised, having regard to the nature of his function in that capacity and to the circumstances” – S.17A(3) MACCA.

The officer must also prove on the balance of probabilities that he/she had exercised due diligence to prevent the commission of the offence as he/she ought to have exercised having regard to the nature of his/her function in that capacity and to the circumstance. Penalty for Offence Under Section 17A.

Section 17A (2) states that the penalty for the offence shall be a fine of not less than 10 times the value of the gratification in question or RM1 million, whichever is higher or imprisonment for not more than 20 years, or both.

5. PRINCIPLE AND COMMITMENT

HEXTAR Group is committed to conducting business dealings with integrity, honesty and respect. This means avoiding practices of bribery and corruption of all forms in daily operations.

- 5.1 We have adopted a zero-tolerance approach against all forms of bribery and corruption. Employees who refuse to pay bribes or participate in acts of corruption will not be penalized even if such refusal may result in losing business.
- 5.2 We will uphold all laws relevant to countering bribery and corruption. We remain bound by the laws of the Malaysia, including MACCA has been amended, in respect of our conduct both at home and abroad.
- 5.3 We are committed to acting professionally, fairly and with integrity in all our relationships and business dealings wherever we operate and to implementing and enforcing effective system to counter bribery and the corruption risk of the organisation.
- 5.4 We will ensure that the results of any audit, reviews of risk assessment, control measures & performance are reported to all top-level Management including the full Board of Directors and acted upon.

HEXTAR Group expects that contractors, sub-contractors, consultants, agents, representatives and others performing work or services for or on behalf of the Group will comply with this Policy in relevant part when performing such work or services.



6. RISK ASSESSMENT

HEXTAR Group will undertake Corruption Risk Assessment, incorporated into general risk register, periodically and when there is a change in law or circumstance of the business to identify, analyze, assess and prioritize the internal and external corruption risks of the organisation. This risk assessment should be used to establish appropriate processes, systems and controls approved by the top-level Management to mitigate the specific corruption risks the business is exposed to.

The risk assessment to cover external & internal risks, which may include:

- chances for corruption & fraud activities due to weaknesses in the organization's governance framework & internal systems/etc.;
- financial transactions that may disguise corrupt payments;
- business activities in countries/sectors that pose a higher corruption risk
- non-compliance of external parties acting on behalf of the organisation regarding legal & regulatory requirements related to anti-corruption.
- relationships with third parties in its supply chain (e.g. agents, vendors, contractors & suppliers)

7. UNDERTAKE CONTROL MEASURES

The Management will put in place the appropriate controls and contingency measures which are reasonable and proportionate to the nature and size of the organisation, in order to address any corruption risks arising from weaknesses in the organization's governance framework, processes and procedures.

Establish key considerations or criteria for conducting due diligence on any relevant parties or personnel (such as Board members, employees, agents, vendors, contractors, suppliers, consultants and senior public officials) prior to entering into any formalized relationships. Methods may include background checks on the person or entity, a document verification process, or conducting interviews with the person to be appointed to a key role where corruption risk has been identified.

Group CEO/ED shall establish and maintain an anti-bribery and corruption compliance function within the organization to oversee the design, implementation and management of this Policy.

Group CEO/ED shall perform functions below within HEXTAR Group's structure, equipped to act effectively against Bribery and Corruption:

- a) provide advice and guidance to Personnel on this Policy and issues relating to Bribery and Corruption;
- b) take appropriate steps to ensure that adequate monitoring, measurement, analysis and evaluation of this Policy is performed;
- c) report on the performance of this Policy to the top management and Audit Committee regularly.

Appropriate resources shall be provided for effective operation of this Policy and that the Group CEO/ED is staffed with persons who have the appropriate competence, status, authority and independence.

8. SYSTEMATIC REVIEW, MONITORING AND ENFORCEMENT

HEXTAR Group shall monitor the legal and regulatory regimes where it operates and any changes to HEXTAR Group's business environment and risks and identify opportunities for this Policy's improvement. A report should be submitted to the Risk Management Committee on a regular basis for the appropriate action to be taken.

Regular assessments of this Policy should be carried out to ensure its scope, policies, procedures and controls match the Bribery and Corruption related risks faced by HEXTAR Group.

HEXTAR Group endeavors to impact the business environment where it operates. This includes extending its integrity programme to non-controlled Business Associates such as suppliers and contractors, seeking to work with companies who have a similar commitment and supporting initiatives in the private and public sectors which are likely to improve the integrity of its operating environment.

Regular audits shall be conducted to ensure compliance with this Policy. Such audits may be conducted internally by HEXTAR Group or by an external party. Audit documentation should include performance improvement action plans. Non-compliance as identified by the audit and any risk areas identified through this and other means should be reported to the top management and Audit Committee in a timely manner in accordance with the level of risk identified.

9. TRAINING AND COMMUNICATION

HEXTAR Group shall conduct an awareness programme for all its Personnel on HEXTAR Group's position regarding anti-bribery and corruption, integrity and ethics.

Training shall be provided on a regular basis, in accordance with the level of Bribery and Corruption risk related to the position. Training should be provided to Personnel who are:

- new to HEXTAR Group;
- appointed to or currently holding an Exposed Position.

Human Resources Department shall maintain records to identify which HEXTAR Group Personnel have received training, and produce, communicate and update the training schedule in conjunction with CEO/ED.

Business Associates acting on behalf of HEXTAR Group shall also undergo appropriate training, where a Bribery and Corruption risk assessment identifies them as posing Bribery and Corruption risk to HEXTAR Group.

When planning strategies for communicating the organization's position on anti-corruption, the Management should take into account what key points should be communicated, to whom they should be communicated, how they will be communicated, and the timeframe for conducting the communication plan. The Management should also consider what languages the materials will be communicated in.

All HEXTAR Group's Personnel shall certify in writing that they have read, understood and will abide by this Policy. A copy of this declaration shall be documented and retained by the Human Resources Department for the duration of the Personnel's employment. A declaration can be found in the **Appendix 1** of this Policy.

10. 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.

Bribery and Corruption which may take the form of anything of value, such as money, goods, services, property, privilege, employment position or preferential treatment, and are in all forms prohibited.

HEXTAR Group Personnel and its Business Associates shall not therefore, whether directly or indirectly, offer, give, receive or solicit any item of value constituting bribe, kickback, personal favour etc., in the attempt to illicitly influence the decisions or actions of a person in a position of trust within an organisation, either for the intended benefit of HEXTAR Group or the persons involved in the transaction.

No employee or external party will suffer demotion, penalty or other adverse consequences in retaliation for refusing to pay or receive bribes or participate in other illicit behavior.

HEXTAR Group is also committed to conducting due diligence checks on prospective Personnel, particularly as it relates to appointments to positions where bribery or corruption risk has been identified.

HEXTAR Group regards bribery and acts of corruption as serious matters and will apply penalties in the event of non-compliance with this Policy. For HEXTAR Group Personnel, non-compliance may lead to disciplinary action, up to and including termination of employment.

11. GIFTS, DONATIONS AND SPONSORSHIPS

HEXTAR Group's Personnel are prohibited from directly, or indirectly, receiving or asking for (soliciting) gifts, which include cash or cash equivalent in the form of gift certificates, loans, commissions, coupons, discounts or any other related forms. It is the responsibility of the Personnel to inform external parties involved in any business dealings with the Group's practices a "No-Gift" policy and to request the external party's understanding to adhere to the said policy.

Although the general principle is to immediately refuse and return gifts offered by the external party, accepting or receiving a gift on behalf of HEXTAR Group may be allowed only under limited circumstances as follow:

- Corporate Gift not exceeding RM500 in a single receipt;
- Customary and lawful under the circumstances;
- Do not have or are perceived to have (by either the giver or the receiver), any effect on actions or decisions.
- No expectation of any specific favour or improper advantages from the intended recipients;
- Independent business judgment of the intended recipients not affected;
- No corrupt / criminal intent involved; and
- Gift and Hospitality to be done in an open and transparent manner.



If a gift, entertainment or Hospitality is intended for public officials, Personnel must ensure that the gift, entertainment or Hospitality is not excessive and lavish, and must commensurate with the official designation of the public official and not his personal capacity, subject to the limit above.

If a Business Associate offers a Personnel a gift which falls outside of above, Personnel shall politely decline and explain the rules in force in HEXTAR Group. The Personnel may accept the gift on HEXTAR Group behalf and hand over the gift to the Management who may decide that the gift be given to charity, included in a festive draw within the departments or share with other employees in the department.

12. FACILITATION PAYMENTS

HEXTAR Group adopts a strict policy of disallowing the use of facilitation payments in its business. Facilitation payment is an unofficial payment or other provision made personally to an individual in control of a process or decision. It is given to secure or expedite the performance of a routine or administrative duty or function.

Personnel shall decline to make the payment and report to HOD/Group CEO/ED immediately when they encounter any requests for a facilitation payment. In addition, if a payment has been made and Personnel are unsure of the nature, the HOD/ Group CEO/ED must be notified immediately, and the payment shall be recorded accordingly. Personnel must not promise or offer, or agree to give or offer, facilitation payments to any other party.

13. RECRUITMENT, PROMOTION AND SUPPORT OF PERSONNEL

HEXTAR Group recognises the value of integrity in its Personnel and Business Associates. HEXTAR Group's recruitment, training, performance evaluation, remuneration, recognition and promotion for all HEXTAR Group's Personnel, including management, shall be designed and regularly updated to recognize integrity.

The recruitment of Personnel should be based on approved selection criteria to ensure that only the most qualified and suitable individuals are employed. This is crucial to ensure that no element of corruption is involved in the hiring of Personnel.

In line with this, proper background checks should be conducted in order to ensure that the potential Personnel has not been convicted in any bribery or corruption cases nationally or internationally. More detailed background checks should be taken when hiring Personnel that would be responsible in management positions, as they would be tasked with decision making obligations.

HEXTAR Group does not offer employment to prospective Personnel in return for their having improperly favoured in a previous role.

14. BUSINESS ASSOCIATES

All Business Associates (including external providers such as consultants, advisors, vendors and agents) acting on behalf of HEXTAR Group are required to comply with this Policy and all other related policies.



In circumstances where HEXTAR Group retains controlling interest, such as in certain joint venture agreements, Business Associates are required to adhere to this Policy. Where HEXTAR Group does not have controlling interest, Business Associates are encouraged to comply the same.

Due diligence should also be carried out with regards to any Business Associates intending to act on HEXTAR Group's behalf as an agent or in other representative roles, to ensure that the entity is not likely to commit an act of bribery or corruption in the course of its work with HEXTAR Group.

The extent of the due diligence should be based on a Bribery and Corruption risk assessment. Due diligence may include a search through relevant databases, checking for relationships with public officials, self-declaration, and documenting the reasons for choosing one particular Business Associate over another. The results of the due diligence process must be documented, retained for at least seven years and produced on request by the custodian of the process.

HEXTAR Group shall include standard clauses in all contracts with Business Associates enabling HEXTAR Group to terminate the contract in the event that bribery or an act of corruption has been proved to occur. Additional clauses may also be included for Business Associates acting on behalf of the Group where bribery risk has been identified. All Business Associates representative are required to sign a Hextar Global's Business Associates' Letter of Declaration (Please refer to **Appendix 2**)

15. RESPONSIBILITIES OF PERSONNEL

All HEXTAR Group's Personnel are required to carry out those responsibilities and obligations relating to HEXTAR Group's anti-bribery and corruption stance, alongside those already in existence, which includes the following:

- Be familiar with applicable requirements and directives of the policy and communicate them to subordinates;
- Promptly record all transactions and payments in HEXTAR Group's books and records accurately and with reasonable detail;
- Ask the Management/ Human Resource, if any questions about this Policy arise or if there is a lack of clarity about the required action in a particular situation;
- Always raise suspicious transactions and other "red flags" (indicators of bribery or corruption) to immediate superiors for guidance on the next course of action;
- Be alert to indications or evidence of possible violations of this Policy;
- Promptly report violations or suspected violations through appropriate channels;
- Attend required anti-bribery and corruption training as required according to position; and
- Not misuse their position or HEXTAR Group's name for personal advantage.

When dealing with Business Associates, all HEXTAR Group's Personnel shall not:

- express unexplained or unjustifiable preference for certain parties;
- make any attempt at dishonestly influencing their decisions by offering, promising or conferring advantage;
- exert improper influence to obtain benefits from them;
- directly or indirectly offer or make promise or corrupt payments, in cash or in kind for a specific favour or improper advantage from them.



During an active or anticipated procurement or tender exercise, Personnel participating in the exercise in any way whatsoever, shall not:

- receive gifts or Hospitality or any kind from any external party participating, planning to participate, or expected to participate, in the procurement or tender exercise;
- provide anything other than a Corporate Gift and token Hospitality to any external/third party related to the exercise;
- be involved in any discussions regarding business or employment opportunities, for personal benefit or for the benefit of a Business Associate;
- abuse the decision-making and other delegated powers given by the top management; and
- bypass normal procurement or tender process and procedure.

When dealing with external parties in a position to make a decision to HEXTAR Group's benefit (such as a Government official or client), HEXTAR Group's Personnel shall not:

- offer, promise or make any attempt at dishonestly influencing the person's decision by directly or indirectly offer or make promise of corrupt payments, in cash or in kind;
- be involved in any discussions regarding business or employment opportunities, for their own personal benefit or for the benefit of the external party;
- otherwise abuse the decision-making and other delegated powers given by the top management, in order to illicitly secure an outcome which would be to the commercial advantage to themselves and/or HEXTAR Group; and
- exert improper influence to obtain personal benefits from them.

HEXTAR Group's managers have a particular responsibility to ensure that this Policy is applied and complied with within their department or function and to monitor compliance of the same.

16. CONFLICT OF INTEREST

A Conflict of Interest may arise in a situation where an individual is in a position to take advantage of his/her role in HEXTAR Group for his/ her personal benefit, including the benefit of his/her family and/or friends and/or company. This would undermine the duties of good faith, fidelity, diligence and integrity as expected by HEXTAR Group from its Personnel in the performance of the Personnel's duties and obligations.

All Personnel should avoid situations in which personal interest could conflict with their professional obligations or duties. Personnel must not use their position, official working hours, company's resources and assets, or information available to them for personal gain or to the company's disadvantage.

In situations where a conflict does occur, Personnel are required to declare the matter as per the Employees

17. REPORT OF POLICY VIOLATION

Suitable reporting channels shall be established and maintained for receiving information regarding violations of this policy, and other matters of integrity provided in good faith by HEXTAR Group Personnel and/or external parties.



Personnel who, in the course of their activities relating to their employment at HEXTAR Group, encounter actual or suspected violations of this Policy are required to report their concerns using the reporting channels as stated in the Whistleblowing Policy.

- a. The Whistleblowing Policy can be obtained at <http://hextarglobal.com/>
- b. Emails can be sent to: whistleblower@halex-group.com
- c. Letters can be mailed to
Whistleblowing
Mr. Yeoh Chin Hoe
(Senior Independent Non-Executive Director)
No. 64, Jalan Bayu Laut 4/KS09,
Kota Bayuemas,
41200 Klang,
Selangor Darul Ehsan.

Reports made in good faith, either anonymously or otherwise, shall be addressed in a timely manner and without incurring fear of reprisal regardless of the outcome of any investigation.

Retaliation in any form against HEXTAR Group Personnel where the person has, in good faith, reported a violation or possible violation of this Policy is strictly prohibited. Any HEXTAR Group Personnel found to have deliberately acted against the interests of a person who has in good faith reported a violation or possible violation of this Policy shall be subjected to disciplinary proceedings including demotion, suspension, dismissal or other actions (including legal action) which HEXTAR Group may pursue.

18. REVIEW OF THIS POLICY

The Board of Directors or Audit Committee can modify this Policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with laws and regulation and / or accommodate organizational changes within the Company or Group. However, the modification made shall be effective after the same is circulated to employees in writing or electronically.

This policy was approved by the BOARD OF DIRECTORS OF HEXTAR GLOBAL BERHAD on 29 MAY 2020.



APPENDIX 1

STAFF DECLARATION FORM

I, _____, hereby declare that I have read and understood HEXTAR Group's Anti-Bribery and Corruption Policy & Procedures ("Policy") and the responsibilities required of me in relation to the said Policy.

I will abide by the requirements and provisions set out in the Policy which shall be read together and forms part of my employment contract with HEXTAR Group.

I hereby confirm that I will: -

- a) comply with all applicable laws, regulations, and sanctions relating to anti-bribery and anti-corruption including but not limited to the Malaysian Anti-Corruption Commission Act 2009 ("Act") or any equivalent laws which I am/it is subject to;
- b) not engaged in any activity, practice, or conduct which would constitute an offence under the Act or equivalent laws;
- c) take a zero-tolerance approach to bribery and corruption and observed the highest ethical standards in my activities/its own business activities and agree that neither I/it nor any associated person have/has offered, promised or accepted any payment or gift to or from any person (directly or indirectly) for the purpose of influencing a decision; and
- d) maintain and comply with relevant policies and procedures designed to promote and achieve compliance with applicable anti-corruption laws.

I understand that if I am party to any breach of the Policy during the term of my employment, then it could be regarded as major misconduct which may result in disciplinary action, up to and including dismissal against me.

Name : _____
MyKad / Passport No. : _____
Designation : _____
Date : _____



BUSINESS ASSOCIATES' LETTER OF DECLARATION
FOR
HEXTAR GROUP

Our company, _____ (Company Name) bearing
Registration Number _____ (MOR/PKK/CIDB/ROS/ROC/ROB/Others), (hereinafter
Business Associate) hereby:

1. DECLARES THAT:

- a. The Business Associate and its directors, officers and employees are in compliance with all applicable laws, statutes, regulations and codes relating to anti-bribery and corruption matters (the Relevant Laws);
- b. From the Business Associate's company records and publicly available information, neither the Business Associate nor any of its directors, officers or employees who may be involved in the Business Transaction(s) has been convicted of any offence involving bribery or corruption or fraud; nor, to the best of the Business Associate's knowledge, is any such person the subject of any investigation, inquiry or enforcement proceedings by any governmental, administrative or regulatory body regarding any offence or alleged offence under the Relevant Laws; and
- c. The Business Associate did not, either directly or indirectly, promise, offer or give any bribe or an improper advantage (whether financial or otherwise) to any person in HEXTAR Group (hereinafter HEXTAR Group) or any other person representing Hextar Group as an inducement, incentive, reward, gift or bonus for being selected for the Business Transaction(s).

2. UNDERTAKES THAT

- a. The Business Associate will not, either directly or indirectly, promise, offer or give any bribe or an improper advantage (whether financial or otherwise) to any person in HEXTAR Group or any other person representing Hextar Group, as an inducement, incentive, reward, gift or bonus to be selected and/ or for any other purpose connected to the Business Transaction(s),
- b. The Business Associate will not, either directly or indirectly, promise, offer or give any bribe or an improper advantage (whether financial or otherwise) to any government official or private person so as to obtain or retain a business advantage on behalf of HEXTAR Group during the carrying out of the Business Transaction(s);
- c. The Business Associate will comply with the relevant provisions of HEXTAR Group's Corporate Code of Conduct & Ethics (CCOE) which is made available online at www.hextarglobal.com ("Relevant Provisions of the CCOE"); and
- d. If contraventions or investigations of the type described in sections 1(b), 2(a) and 2(b) above have occurred, the Business Associate will forthwith supply full details of them to Hextar Group.



3. AGREES THAT:

- a. In the event that the Business Associate, its directors, officers or employees is in breach of any of the above sections, the following actions may be taken by HEXTAR Group:
 - a. Immediate revocation of the contract award for the Business Transaction(s) without any liability whatsoever on the part of HEXTAR Group to the Business Associate and/ or its directors, officers or employees; and/ or
 - b. Immediate termination of the contract for the Business Transaction(s) without any liability whatsoever on the part of HEXTAR Group to the Business Associate and/ or its directors, officers or employees,

without prejudice to any other rights or remedies HEXTAR Group may have or any other appropriate action which HEXTAR Group may seek under the terms of the applicable tender/ contract or applicable laws and regulations.

Should any person attempt to solicit any bribe or advantage (whether financial or otherwise) from the Business Associate or any other person connected to the Business Associate either as an inducement or incentive to be selected or as a reward, gift or bonus for being selected in the Business Transaction(s), or where the Business Associate has reasonable grounds to suspect any breach of the obligations in this letter or the Relevant Provisions of the CCOE, the Business Associate will report such act immediately in accordance with the whistleblowing section in the CCOE.

Yours sincerely,
For and on behalf of the Business Associate,

.....
 (Signature)
 Name of Company's Director / Manager / Equivalent: _____
 Mykad/ Passport No. : _____
 Position: _____
 Name of Company. _____
 Date: _____
 Company Stamp:

 Received & acknowledged by:
 HEXTAR Group

.....
 Name: _____
 Position: _____
 Date: _____

Note: Business Transaction(s) is (are) defined as Tenders, Quotations, Contracts and Purchase Orders.