



# **KIMLUN CORPORATION BERHAD**

Company No. 200901023978 (867077-X)

## **ANTI-BRIBERY AND CORRUPTION POLICY**

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## 1. INTRODUCTION

Kimlun Corporation Berhad (“Kimlun”) and its subsidiaries (collectively referred as “Kimlun Group”) are committed to conduct business in an honest and ethical manner. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships, wherever we operate, and to implementing and enforcing effective systems to counter bribery.

Kimlun Group will constantly uphold all laws relating to anti-bribery and corruption in all the jurisdictions in which we operate. We shall also adhere to the Guidelines on Adequate Procedures pursuant to Subsection (5) of Section 17A under the Malaysian Anti-Corruption Commission (Amendment) Act 2018, with regards to our conduct both at home and abroad.

## 2. DEFINITIONS

**“ABMS”** means Kimlun Group’s Anti-Bribery Management System.

**“Bribery”** means offering, promising, giving, accepting or soliciting of an undue advantage in violation of applicable law, and gratification as an inducement or reward for a person acting or refraining from acting in relation to the performance of that person’s duties.

**“Business Associates”** means contractors, suppliers, consultants, agents, representatives and service providers who perform services for or on behalf of Kimlun Group.

**“Donation”** means something of value such as money or goods that is given to help a person or organisation for charity purpose.

**“Entertainment and Hospitality”** comprises expenses incurred for provision of food, drink, travel, accommodation or recreation of any kind, by a party.

**“Corporate Gift”** means something given from one organisation to another, with the appointed representatives of each organisation giving and accepting the gift. Corporate gifts may also be promotional items given out equally to the general public at events, trade shows and exhibitions as a part of building the Company’s brand. The gifts are given transparently and openly. Corporate gifts normally bear the Company name and logo. Examples of corporate gifts include items such as diaries, table calendars, pens, notepads and plaques.

**“Festive or Ceremonial Gifts”** are traditional treats or gifts customary to the occasion.

**“Gifts Register”** is a register for recording all gifts received by our Personnel in their role as our Personnel.

**“our Personnel”** or **“Personnel”** means any individual in the employment of Kimlun Group and Directors of Kimlun and/or any of its subsidiaries.

**“Sponsorship”** means the act of providing money, goods and/or in-kind services to support the local community, social cause or for an event in exchange for promotion or advertising purpose.

**“Third Party”** means any person or entity with whom Kimlun Group does or may do business.

**“Top Level Management”** or **“Directors”** means Board of Directors of Kimlun Corporation Berhad.

### 3. OBJECTIVE

The objective of Anti-Bribery and Corruption Policy (“ABC Policy” or “this Policy”) is to set out responsibilities of Kimlun Group to comply with laws against bribery and corruption, and provide guidance to the Directors, Personnel and Business Associates on standard of behaviour to which they must adhere to and how to recognise and deal with bribery and corruption issues, to ensure that Kimlun Group’s business is conducted in an ethical manner with integrity and honesty.

This Policy complements Kimlun Group’s Code of Conduct which is published in Kimlun’s website at <http://www.kimlun.com/kimlun-corp/>.

### 4. SCOPES AND APPLICABILITY

This Policy applies to Kimlun Group, our Personnel, and Business Associates.

Kimlun Group’s joint venture companies are encouraged to adopt this Policy as the minimum standard of behaviour in relation to anti-bribery and corruption.

If any of our Personnel or Business Associate require further clarification on the Policy, clarification may be sought by emailing the relevant questions to [abc@kimlun.com](mailto:abc@kimlun.com).

### 5. GIFTS, ENTERTAINMENT AND HOSPITALITY

Kimlun Group recognises that the exchange of gifts may be customary, a tradition or central part of business etiquette in certain cultures, and the provision of modest entertainment and corporate hospitality is a legitimate way to network and to build business relationships.

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

As a general principle, our Personnel are prohibited from accepting or giving a gift to a Third Party if it is made with the intention of influencing the receiver to obtain or retain business, or in exchange for favours or benefits. Lavish or unreasonable gifts should not be accepted or given.

For normal business hospitality, some examples of permitted gifts and/or hospitalities are as follows:-

- (a) token gifts offered in business situation or to all attendees for work related seminars, conference, trade and business events;
- (b) gifts given in appreciation for hosting business events, conference and/or seminars;
- (c) refreshments or meals during meetings or as participants of work-related conference and/or seminars;
- (d) exchange of gifts at the company-to-company level (e.g. gifts exchanged between companies as part of an official company visit/courtesy call and thereafter said gift is treated as company property);
- (e) gifts from Kimlun Group to employees and directors and/or their family members in relation to an internal or externally recognised company function, event and celebration (e.g. in recognition of an employee's/director's service to the company); and
- (f) meals for business purpose.

All gifts, entertainment, and hospitality provided or received by the Directors and Personnel shall be authorised, processed, and recorded in accordance with relevant internal guidelines of Kimlun Group.

#### Accepting Gifts

- (a) All Personnel shall avoid accepting gifts with the exception being:

- Corporate Gifts of nominal/appropriate value; and
- gifts given during invitation to speak at conferences.

If there is doubt about the acceptability of the gift, the gift must be refused.

- (b) Personnel shall not solicit gifts from any party for themselves or for Kimlun Group.
- (c) Our Personnel must record any gift received in the Gifts Register within three (3) working days of receipt in accordance with the internal guidelines. Where the gifts are deemed by the Head of Department as inappropriate or if there is a conflict of interest situation (e.g. bidding is in progress and the party that gave the gift is one of the bidders) pursuant to this Policy or there is doubt about the

acceptability of the gift, such gifts must be refused and politely returned to the giver.

### Providing Gifts

- (a) Our Personnel may give Corporate Gifts of nominal value, Festive or Ceremonial Gifts of appropriate value to Third Parties, as an act of appreciation or common courtesy associated with festive seasons or other ceremonial occasions.
- (b) Gifts must not be given with the intention to cause or induce the receiver to improperly or illegally influence any business action or inaction. There must be no expectation of any specific favour or improper advantages from the intended recipients.
- (c) The giving out of the gift must be done in an open and transparent manner.
- (d) Expenses for gifts to Third Party must be pre-approved by the Head of Department, and appropriately documented.

### Entertainment and Hospitality

Entertainment and Hospitality includes (but is not limited to):

- (a) Meals;
- (b) Tickets to sports, music or cultural events where our Personnel and the Third Party or representatives of the Third Party, receive or provide, as the case may be, the tickets to attend the event together; or
- (c) Travel or lodging associated with a business conference, meeting or event

Our Personnel may offer or accept reasonable and appropriate Entertainment and Hospitality to, or from, Third Party only for legitimate business purposes, and that complies with the following guidelines:

- Is not solicited
- Is not given (or appear to be given) as a bribe, pay off or kickback
- Is not given with a view to cause undue influence or in exchange for favours or advantages.
- does not create the appearance (or an implied obligation) that the provider is entitled to preferential treatment
- Is in good taste and occurs at a business-appropriate venue
- Is moderate and appropriate in the context of the business occasion

If there is doubt about the acceptability of the Entertainment and Hospitality, the Entertainment and Hospitality must be refused.

All Entertainment and Hospitality to Third Party must be approved by the Head of Department and appropriately documented.

## **6. DONATIONS AND SPONSORSHIPS**

Donation and sponsorship in cash, or in kind shall be given only to legitimate charities for proper charitable purposes, or for purpose of local community or welfare development or to support other socially beneficial purposes. However, Directors and Personnel must be careful to ensure that charitable contributions are not used as a scheme to conceal bribery.

Any donation or sponsorships must not violate the applicable laws.

All donations and sponsorships shall be authorised, processed, and recorded in accordance with relevant internal guidelines of Kimlun Group.

## **7. FACILITATION PAYMENTS**

Facilitation payments are unofficial payments or other advantages made for expediting or securing an action or approval by the receiver. All Personnel of Kimlun Group are strictly prohibited to give and accept facilitation payments.

However, there may be occasion where Personnel are faced with having to make facilitation payments in order to protect human life, limb or liberty. In dangerous situations like this, Personnel are allowed to make payments, but Personnel must immediately report to Top Level Management.

## **8. DEALING WITH PUBLIC OFFICIALS**

Kimlun Group strives to build transparent and fair relationships with government agencies and public officials. Personnel and Business Associates of Kimlun Group must exercise caution when dealing with public officials and appropriate action must be taken to comply with applicable laws and regulations of bribery and corruption in Malaysia and in all countries in which the Group operates.

## **9. CONFLICT OF INTEREST**

Conflict of interest arise in situation where there is personal interest that could be considered to have potential interference on the objectivity of the Personnel in carrying out duties and exercising judgement on behalf of Kimlun Group. All Personnel must avoid situations in which their personal interest would conflict with their duties and responsibilities. All Personnel must not use their position, official working hours, Kimlun Group's resources and assets, or information available to them for personal gain or to Kimlun Group's disadvantage.

In a situation where conflict of interest arises, the concerned Personnel shall report any actual or potential conflict of interest to their Head of Department, the Chief Executive Officer of Kimlun or channel set out in Kimlun Group's Whistle Blowing Policy which is published in Kimlun's website at <http://www.kimlun.com/kimlun-corp/>.

## **10. ANTI-BRIBERY COMPLIANCE FUNCTION**

Kimlun Group shall establish and maintain an anti-bribery and corruption compliance function within the Group to be responsible for all anti-corruption compliance matters, including:

- Oversee the design and implementation of ABMS;
- Provide advice and guidance to Personnel and Business Associate on implementation of ABMS and issues relating to bribery and corruption; and
- Monitor and report the performance of ABMS to Top Level Management on needs basis, or at least once every three years.

Appropriate resources shall be provided to perform anti-bribery and corruption compliance function and the function shall be carried out by personnel who have the appropriate competence, status, authority and independence.

Kimlun Group acts with due care before engaging with new Business Associates and ensure that they acknowledge Kimlun Group's commitment on prohibiting bribery / corruption activities. A copy of Kimlun Group's ABC Policy, Corporate Code of Conduct and Whistle Blowing Policy are made available to each Business Associate via Kimlun's website at <http://www.kimlun.com/kimlun-corp/>.

## **11. CORRUPTION RISK ASSESSMENT**

Kimlun Group considers risk assessment to be fundamental to good management practice and a significant factor in preserving the integrity infrastructure to prevent / detect bribery and corruption acts. Kimlun Group shall conduct risk assessments every three years, with intermittent assessments conducted when necessary, to identify the bribery and corruption risks, establish appropriate processes, system and controls to mitigate the specific corruption risks Kimlun Group is exposed to.

## **12. DUE DILIGENCE**

Kimlun Group shall conduct due diligence on Personnel and Business Associate where there is significant exposure to bribery and corruption risk. Due diligence methods may include background checks on the person or entity, documentation screening and interview the person or representative of the entity to understand their background to ascertain any indication of implication in present or past unethical or unlawful activities.



Scope of due diligence to be performed on Personnel, Business Associate and third-party organisation may vary depending upon the circumstances / nature of each proposed transaction. Criteria and results of the due diligence process must be documented.

### **13. FINANCIAL AND NON-FINANCIAL CONTROLS**

Kimlun Group adopts segregation of duties for job functions (i.e. financial and non-financial related). Designated personnel for preparing, verifying and approving each transaction / activity is documented in written procedures (i.e. internal standard operating procedures and audit controls) and communicated to personnel for compliance.

### **14. MONITORING AND REVIEW**

Anti-bribery compliance function is responsible to oversee implementation of Kimlun Group's ABMS and assess its effectiveness on mitigating bribery / corruption risks. Periodical internal audit shall be performed on ABMS implementation and results of assessment will be reported to Top Level Management on needs basis or at least once every three (3) years.

### **15. RECORD KEEPING**

All accounts, invoices, documents and records relating to dealings with Third Parties shall be prepared with accuracy and completeness, and retained for such times as required by the applicable laws.

### **16. COMPLIANCE WITH THE POLICY**

Each of our Personnel and Business Associate has an obligation to act with integrity and to ensure that they understand and comply with this Policy. Kimlun Group regards acts of bribery and corruption seriously and will take appropriate action in the event of non-compliance of this Policy.

In addition to compliance with all applicable anti-bribery and anti-corruption laws, Business Associates must comply with this Policy in relation to all dealings by them for, or on behalf of or involving Kimlun Group. In this regard, Business Associates must refrain and procure its affiliates to refrain from taking any action that would result in a violation of any applicable anti-bribery and corruption laws, and this Policy.

Non-compliance of this Policy will lead to:

- (i) for our Personnel - disciplinary action or termination of employment

(ii) for Business Associates – termination of contract and claim for damages

## **17. RAISING A CONCERN**

Personnel, Business Associates and any external parties are encouraged to raise concerns in good faith about any issue or suspicion of malpractice through the mechanism set out under at the earliest possible stage. The reporting channel to raise the concerns, and the protection accorded to whistle blower are set out in Kimlun Group's Whistle Blowing Policy which is publicly published on its official website at <http://www.kimlun.com/kimlun-corp/>.

All reports shall be made in good faith and must be legitimate.

All concerns reported will be taken seriously, treated in confidential manner and investigated immediately.

## **18. TRAINING AND COMMUNICATION**

This Policy shall be communicated to all our Personnel and Business Associates. New Personnel will be briefed about this Policy as part of their induction training on their first working day, following which they shall sign a letter of undertaking that they will at all times comply with this Policy.

Training on the requirements and obligations of anti-bribery and corruption laws, and our anti-bribery and anti-corruption approach shall be provided to our Personnel.

## **19. EFFECTIVE DATE**

The Policy is approved by the Board of Directors and effective as of 7 November 2022.