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**BINASTRA CORPORATION BERHAD**  
**(Formerly known as Comintel Corporation Bhd)**  
[Company No. 299301027648 (630068-T)]  
(Incorporated in Malaysia)

# **Anti-Corruption and Bribery Policy**

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## 1 Introduction

This Anti-Corruption & Bribery Policy (“Policy”) is intended to address Binastra Corporation Berhad (formerly known as Comintel Corporation Bhd) (“BINASTRA” or “the Company”) and its subsidiary companies (“the Group”) conduct its business in a legal and ethical manner and to act in good faith. The Policy requires all employees (including full time, probationary, contract, temporary and intern staff) (“Employees”) and Directors of the Group (“Directors”) takes a zero-tolerance approach to corruption and bribery and to be committed to acting professionally, fairly and with integrity in all its business dealings and relationships wherever it operates, and implementing and enforcing effective systems to counter corruption and bribery.

The Group will take reasonable and appropriate measures to ensure that its businesses do not participate in corrupt activities for its advantage or benefit. This Policy sets out the parameters to prevent the occurrence of corrupt and bribery practices in relation to the businesses of the Group. This Policy is supplemental to, and shall be read in conjunction with any other related policies of the Group.

Bribery and corruption are punishable for individuals by up to **20 years’ imprisonment or fine up to 1 million or combine both** and if the Group is found to have taken part in corporate corruption it could face an unlimited fine and damage to its reputation. Bribe recipients as well as bribe-givers can also be penalized. It therefore takes its legal responsibilities very seriously.

## 2 Objective

The objective of the Policy is to provide information and guidance to the Group on standards of behavior to which they must adhere to and how to recognize as well as deal with bribery and corruption. It also provides an overview of the key principles outlined in the Group’s policies and procedures which is in line with the applicable laws and regulations in Malaysia. This Policy intends to fulfill the requirements set forth in:

The Guidelines on Adequate Procedures issued on 10 December 2018 by the Prime Minister’s Office pursuant to Section 17A (5) of the Malaysia Anti -Corruption Commission Act 2009. (“MACC Act”)

This Policy is not intended to be exhaustive, and there may be additional obligations that Board of Directors and Employees are expected to adhere to or comply with when performing their duties. For all intents and purposes, the Board of Directors and Employees shall always observe and ensure compliance with all applicable laws, rules and regulations to which they are bound to observe in the performance of their duties.

## 3 Scope

This Policy is applicable to the Group.

### 3.1 All Personnel in the Group

- This Policy applies to Directors and Employees of the Group, regardless of their position or role
- All Personnel must comply with the Anti-Corruption & Bribery Policy, the Group’s policies and procedures and all applicable laws in the course of employment
- Head of Division(“HODs”)/ Head of Business Units (“Country Manager”)/Department Head (“DH”) are responsible to communicate and ensure compliance to this Policy within their respective business functions/units.

### 3.2 Business Associates

- This Policy applies to the Group's business associates as defined in Section 4, who are performing work or services, for and on behalf of the Group
- All Personnel, regardless of their position or role, are responsible to communicate this Policy to their business associates

### 3.3 All Parties Engaging with Business Associates

- This Policy applies to all parties that are currently engaged with the Group or have intentions to engage with the Group in the future.
- The Group will use its influence in good faith to require the parties to understand and implement policies and procedures similar to that of the Group's code of conduct.
- Each Employee has a duty to read and understand this Policy. Violation of any of this Policy's provisions may result in disciplinary action, including termination of employment.

The Employee may refer or highlight any concerns to the immediate superior, HODs, Country Manager/DH.

## 4 Definitions

TERM	DEFINITION
<b>Business Associate</b>	External party with whom the 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, suppliers, vendors, service provider, advisers, agents, investors and intermediaries
<b>Conflict of Interest</b>	When a person's own interests either influence, have the potential to influence, or are perceived to influence their decision making at the Group
<b>MD</b>	Managing Director
<b>COO</b>	Chief Operating Officer
<b>CSR</b>	Corporate Social Responsibility
<b>Management</b>	Management includes Managing Director, Executive Director, Chief Financial Officer and Chief Operating Officer
<b>OPS</b>	Operations Team
<b>Public Body</b>	As defined in Section 17A of Malaysian Anti-Corruption Commission Act 2009:  a) the Government of Malaysia; b) the Government of a State; c) any local authority and any other statutory authority; d) any department, service or undertaking of the Government of Malaysia, the Government of a State, or a local authority; e) any society registered under subsection 7 (1) of the Societies Act 1966 [Act 335]; f) any branch of a registered society established under section 12 of the Societies Act 1966; g) any sports body registered under section 17 of the Sports

TERM	DEFINITION
	Development Act 1997 [Act 576]; h) any co-operative society registered under section 7 of the Co-operative Societies Act 1993 [Act 503]; i) any trade union registered under section 12 of the Trade Unions Act 1959 [Act 262]; j) any youth society registered under section 9 of the Youth Societies and Youth Development Act 2007 [Act 668]; k) any company and subsidiary company over which or in which any public body as is referred to in paragraph (a), (b), (c), (d), (e), (f), (g), (h), (i) or (j) has controlling power or interest; or l) any society, union, organization or body as the Minister may prescribe from time to time by order published in the Gazette. v) For the purpose of these guidelines, “public official” means an officer to a public body.
<b>HR</b>	Human Resource Department
<b>Third party</b>	Any individual or organization that a member of staff comes into contact with during the course of their work for the Group, and includes actual and prospective suppliers, business contacts, customers, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

## 5 What is Corruption and Bribery

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. It can be any form of abuse of entrusted power for private gain and may include but is not limited to bribery.

Both bribery and corruption are punishable offences under MACC Act 2009 (Amendment Act 2018). There are 4 main offences prescribed by MACC Act 2009 (Amendment Act 2018):

1. Soliciting/ Receiving Gratification (Bribe) as per section 16 & 17(a);
2. Offering/ Giving Gratification (Bribe) as per section 17 (b);
3. Intending to Deceive (False Claim) as per section 18; and
4. Using Office or Position for Gratification (Brice) as per section 23

Failure to report on the above could lead to regulatory reprimand and fine as prescribed under MACC Act 2009 (Amendment Act 2018).

## 6 The Group's Principle on Corruption and Bribery

The Group holds a zero-tolerance position against all forms of bribery and corruption.

This means that all Personnel, business associates and parties engaged with the Group should embrace the Group's integrity motto "Say No to Corruption & Bribery". In Principle:

1. The Group has a zero-tolerance position against all forms of bribery and corruption
2. We are committed to dealing with business associates and government officials in a fair, transparent and ethical manner
3. We prohibit any receiving, giving or promising of facilitation payments
4. We do not entertain support letters and requests for special privileges
5. We shall conduct due diligence on the Group Personnel, business associates, projects and business activities, in particular where there is significant exposure to bribery and corruption risk
6. We shall declare conflicts of interest on a scheduled basis and where actual, potential or perceived conflicts arises
7. We adopt a "No Gifts" policy, subject to certain limited exceptions
8. We prohibit offering or accepting hospitality subject to certain limited exceptions
9. We allow charitable donations and sponsorships for legitimate reasons, we do not make political donations
10. We strongly encourage reporting (Whistle Blowing) of real or suspected cases of bribery and corruption without fear of retaliation or reprisal

All personnel of the Group, business associates and parties engaging with the Group are expected to read, understand and comply with the requirements set in this policy. No waivers or exceptions will be granted for practices that deviate from the Company, including its subsidiaries 's principles.

## 7 Guidance on Common Forms of Bribery and Corruption

### 7.1 Gifts and Corporate Hospitality

- 7.1.1. "No gifts" Policy has been practiced by the Group which means that gifts can only be given or received within very limited exceptions. This Policy does not prohibit normal business hospitality, so long as it is reasonable, appropriate, modest and bona fide corporate hospitality.
- 7.1.2. The exceptions of acceptable gifts and/or benefits that received or giving out to anyone are as follows:
  - a. Token gifts offered in business situations or to all participants and attendees for example, work related seminars, conferences, trade and business events
  - b. Promotional items such as diaries, pens, shirts, etc.
  - c. Gifts presented at work-related conferences, seminars and/or business events
  - d. Gifts given in gratitude for hosting business events, conferences and/or seminars
  - e. Refreshments or meals during meetings or as participants of work-related conferences and/or seminars; and
  - f. Meals for business purposes
- 7.1.3. The Group requires all employees to abide by this policy to avoid conflict of interest between The Group and the external parties as a gift can be seen as a bribe that may tarnish BINASTRA's reputation or be in violation of anti-corruption and bribery laws.

- 7.1.4. Any gift of cash or cash value (e.g. vouchers, coupons, shares, commissions, etc) is strictly prohibited at all times.
- 7.1.5. As a general principle, the Management and Employees should not accept or give a gift from or to a third party if it is made with the intention of influencing the third party to obtain or retain business, or in exchange for favors or benefits. Furthermore, lavish or unreasonable gifts or hospitality should not be accepted as such gifts or hospitality may be perceived or interpreted as attempts by the Board of Directors or Employees to obtain or receive favorable business treatment for personal benefits.
- 7.1.6. The Group is very much aware that in certain cultures or situations, gift giving is a central part of business etiquette. Despite acknowledging the Group's No Gift Policy, some external parties may still insist in providing gifts to Employees.
- 7.1.7. The exception to the 7.1.2 is for meals provided/paid for by a third party. In this case, the staff could accept any meals provided/paid by a third party to them regardless of value but must declare it via the declaration form within 3 days.
- 7.1.8. In the event the employee is unable to decline/return a gift, the employee must declare and surrender such gift to HOD. HOD will in turn seek the MD/COO's direction on what is the best way to dispose the gift. The MD/COO, subject to his due considerations, will have the right to decide based on the following:
- a. Donate the gift to charity
  - b. Surrender it to HR to be used for the club's activities
  - c. Register it as a Company's property to be used publicly by all employees
  - d. Designate it as a display item
  - e. Share it with other employees
  - f. Retain all the gifts and consume later as lucky draw items during the Company's event etc
  - g. Permit it to be retained by the employee
- 7.1.9. The Management and Employees should be mindful in giving or receiving gifts or hospitality as it could be perceived as a way of improperly influencing the decision making of the recipient. Thus, the intention behind the gifts or hospitality should always be considered.

## **7.2 Entertainment**

- 7.2.1. The Group recognizes that providing modest entertainment is a legitimate way of building business relationships and a common practice within the business environment to foster good business relationships with external clients and other third parties. As such, eligible employees are allowed to entertain third parties through a reasonable act of hospitality as part of business networking as well as a measure of goodwill towards the recipients.
- 7.2.2. Employees should always bear in mind that this is an area where perception is often regarded as more important than facts and therefore they should always exercise proper care and judgement when providing entertainment to third parties especially when it involves public officials to ensure compliance with local anti-corruption and bribery laws.

- 7.2.3. Employees are strictly prohibited from providing or offering to provide entertainment with a view to improperly cause undue influence on any party in exchange for some future benefits or result. Any acts of this nature, whether provided directly or indirectly through an intermediary, may be construed as an act of bribery and contrary to the general value and principles of Group.
- 7.2.4. All Employees are required to comply with the policies and procedures, and maintain expenses within the entitlement limits as per the Group's Employee Handbook when carrying out entertainment activities. Any breach of limit shall obtain MD/COO's approval via email (at least 3 working days prior to the event)
- 7.2.5. All expenses incurred to provide the entertainments must be properly kept, documented and recorded for audit purpose.

### **7.3 Facilitation Payments and Kickbacks**

- 7.3.1. The Group does not make, and will not accept, facilitation payments or "kickbacks" in any kind.
- 7.3.2. Facilitation payment are unofficial payments or other advantages made to secure or expedite the performance of a routine process action by an officer (in either public or private sectors). The Management or Employees shall not promise or offer, or agree to give or offer, facilitation payments to an officer of any public body or private sector.
- 7.3.3. If Employees are asked to make a payment on the Group's behalf, they should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided, The Employees should always ask for a receipt which details the reason for the payment. If they have any concerns, queries or suspicious, they should raise these with OPS team.
- 7.3.4. Kickbacks are type of payments made in return for a business favor or advantage. All Employees must avoid any activity that may lead to that a facilitation payment or kickback will be made or accepted by the Group.
- 7.3.5. However, there could arise circumstances in which the Management 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.

### **7.4 Third Parties and Agencies**

All third parties, including agents, suppliers and joint venture partners 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.

### **7.5 Charitable, Sponsorship, CSR**

- 7.5.1. Charitable support and donations are acceptable (and indeed are encouraged), whether of in-kind services, knowledge, time, or direct financial contributions. However, the Management and Employees must be careful to ensure that charitable contributions are



not used as a scheme to conceal bribery. No donation can be offered or made without the prior approval of the **HOD** or **MD/COO**. The records of all charitable contributions shall be kept by the Operation Department.

- 7.5.2. Any CSR, donations and sponsorship activities conducted must not be used as a conduit to circumvent, avoid, or evade the laws or regulatory requirements. More importantly, it shall not be used to facilitate corruption, illegal and money laundering activities.
- 7.5.3. All CSR, donations and sponsorship requests must be carefully examined for legitimacy and not be made to improperly influence a business outcome.
- 7.5.4. The proposed recipient must be a legitimate organisation and appropriate due diligence must be conducted in particular to ascertain that the benefits reach their intended recipients whilst the programmes meet the intended objectives
- 7.5.5. No CSR, donations and sponsorship shall be made in accordance with the approval limits/budget and must obtain approval from the MD/COO.
- 7.5.6. All employees to use good judgment and common sense in assessing the requests. When in doubt, employees should seek further advice from HOD and MD/COO.

## **7.6 Support Letters**

- 7.6.1. The Group does not entertain support letters and requests for special privileges. The Group will prevent external parties from using their position to influence the Group's decision-making for personal gain, including for their family and friends.
- 7.6.2. A support letter is a request made by a prominent person (someone who uses his power to influence decision making) requesting for special privileges to be given to an individual, company or other organisation. Support letters may also come in other forms, including text messages, phone calls and emails.

## **7.7 Recruitment, Promotion and Support of Personnel**

- 7.7.1. The Group's recruitment, training, performance evaluation, remuneration, recognition and promotion for all personnel, including the Management, shall be designed and regularly updated to recognize integrity.
- 7.7.2. The Group does not offer employment to prospective personnel in return for their having improperly favored the Group in a previous role.

## **8 Due Diligence on Third Parties**

### **8.1 Dealing with Third Parties**

- 8.1.1. The Group's dealings with third parties must be carried out in compliance with all relevant laws and consistent with the values and principle of the Group's practice. All forms of bribery and corruption are unacceptable and will not be tolerated.

- 8.1.2. For the purpose of this policy, the third parties shall include all legitimate business entities ranging from public limited companies and private limited companies to partnerships and sole proprietorships.
- 8.1.3. Due diligence should be carried out with regards to any third parties intending to act on the Group's behalf as a service provided or in other representative roles, to make sure that the entity is not likely to commit an act of bribery or corruption in the course of its work with the Group. This is to safeguard that the Group deals with counterparties that subscribe to acceptable standard of integrity in the conduct of their business.
- 8.1.4. In order to ensure that the Group only do business with third parties that share the Group's standard of integrity, Employee must exercise the following:
- a. Do not enter into any business dealings with any third party reasonable suspected of engaging in bribery and improper business practices unless those suspicions are investigated and resolved.
  - b. All third parties are made aware of the principle innards of this policy.
  - c. Declaration form must be sign by all third parties **Appendix 1** which states that:
  - d. All third parties understand and will comply with all applicable laws and regulations relating to Anti-Corruption and Whistleblowing. Apart from that, they must be ready to commit to the anti-corruption principles which includes promoting transparency, values of integrity, accountability and good corporate governance, prevention of corruption, fighting any form of corrupt practice, as well as supporting anti-corruption initiatives led by the government and the local authorities (hereinafter collectively referred to as "the requirements").
  - e. They have not been convicted nor subject to any investigation, inquiry or enforcement proceedings by the relevant authorities of any actual or suspected breach and will report any actual or suspected breach as soon as reasonably practicable and to the extent permitted by the law, to the Group.
  - f. They undertake to promptly inform the Group of any breach and/or alleged/ suspected breach of the requirements and cooperate with the Group in any investigation of such breach involving the Group's Employee
  - g. They acknowledge that the provisions set out in the declaration form shall form part of the terms and conditions of their appointment and/or contract of service,
  - h. They further acknowledge that the Group has the right to suspend or terminate their contract/ agreement/ job and disqualify them from tendering for future contracts/ jobs if they were found to have breached the requirements or any other terms and conditions which may be implemented by the Group pursuant to the contract/agreement/job.

***\*Note:** The purpose of the declaration form only applicable to non-customers only like the Group's vendors, suppliers, consultants, services provided, joint venture partners, government intermediaries etc. with contract/ agreement/ job value of more than RM10,000.*

- 8.1.5. Continue to be aware of and to periodically monitor third party's performance and business practices to ensure ongoing compliance.
- 8.1.6. At some instances, the Group may also engage with online vendors/service providers such as for the purchase of air flight tickets, travel insurance, subscription of service etc. Such vendors are excluded from the requirement to sign the declaration form. Nevertheless, Employee is still required to ensure reasonable due care is always exercised in order to protect the Group's interest.

- 8.1.7. Employees are always required to have good judgement and common sense in assessing the integrity and ethical business practices of third parties.
- 8.1.8. Employees should seek advice from their HODs whenever questions arise relating to third parties that the Group is considering appointing or financing.
- 8.1.9. For the detailed due diligence checklist on the third party, please refer to **Appendix 2**. Due diligence checklist is non-exhaustive and is strongly encouraged to add own measures into the checklist for a meaningful and thorough assessment on the third party.

## 9 Responsibilities of the Group Personnel

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

- a) Be familiar with applicable requirements and directives of the policy and communicate them to subordinates
- b) Promptly record all transactions and payments in the Group's books and records accurately and with reasonable detail
- c) Ask the OPS of any questions about this policy arise or if there is a lack of clarity about the required action in a situation
- d) Always raise suspicious transactions to immediate superiors for guidance on the next course of action
- e) Be alert to indications or evidence of possible violations of this policy
- f) Promptly report violations or suspected violations through appropriate channels
- g) Attend required anti-corruption and bribery training as required according to position; and
- h) Not misuse their position or the Group's name for personal advantage

When dealing with business associates, all personnel in the Group shall not:

- a) Make any attempt at dishonestly influencing their decisions by offering, promising or conferring advantage
- b) Express unexplained or unjustifiable preference for certain parties
- c) Exert improper influence to obtain benefits from them
- d) Directly or indirectly offer or make promise or corrupt payments, in cash or in kind for a specific favor 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:

- a) 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
- b) Provide anything other than a corporate gift and token hospitality to any external/third party related to the exercise
- c) Be involved in any discussions regarding business or employment opportunities, for personal benefit or for the benefit of a business associate
- d) Abuse the decision-making and other delegated powers given by the Management and
- e) Bypass normal procurement or tender process and procedure

When dealing with external parties in a position to make decision to the Group's benefits (e.g. government official or client), the Group's personnel shall not:

- a) 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
- b) Be involved in any discussions regarding business or employment opportunities, for their own personal benefit or for the benefit of the external party
- c) Otherwise abuse the decision-making and other delegated powers given by the Management, in order to illicitly secure an outcome which would be to the commercial advantage to themselves and/or the Group
- d) Exert improper influence to obtain personal benefits from them

Respective HOD/CM/DH have a responsibility to ensure that this Policy's requirements are applied and complied with within their country/division/department/sections and to monitor compliance with this policy. They also must ensure that subordinates attend relevant training to create the awareness.

## 10 Conflicts of Interest

- 10.1 Conflict of interest arise in situations where there is personal interest that could be considered to have potential interference with objectivity in performing duties or exercising judgement on behalf of the Group. 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, Group's resources and assets, or information available to them for personal gain or to the Group's disadvantage.
- 10.2 In situation where a conflict does occur, personnel are required to declare the matter.

## 11 Staff Declarations

- 11.1 All personnel in the Group 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 Resource Department for the duration of the personnel's employment. A sample declaration can be found in the **Appendix 3** of this Policy.
- 11.2 The Operation & Administrative Department reserves the right to request information regarding an employee's assets if the person is implicated in any bribery and corruption-related accusation or incident.

## 12 Anti-Corruption and Bribery Compliance Function

- 12.1 The Group shall establish and maintain an anti-corruption and bribery compliance function ("ACBC function") within the Operation and Administrative to oversee the design, implementation and management of ACBC function.
- 12.2 The Operation and Administrative shall perform functions below within the Group structure, equipped to act effectively against corruption and bribery:
  - a. Provide advice and guidance to personnel on ACBC function and issues relating to corruption and bribery
  - b. Take appropriate steps to ensure that adequate monitoring, measurement, analysis and evaluation of ACBC function is performed
  - c. Report on the performance of ACBC function to the Management

- 12.3 Appropriate resources shall be provided for effective operation of the ACBC function and that the Operation & Administrative Department is staffed with persons who have appropriate competence, status, authority and independence.
- 12.4 The Group shall conduct regular risk assessments to identify the corruption and bribery risks affecting the business, set anti-corruption and bribery objectives and assess the effectiveness of the controls in achieving those objectives.

### **13 Training and Awareness**

- 13.1 The Group shall conduct an awareness program for all its personnel on the Group's position regarding anti-corruption and bribery, integrity and ethics.
- 13.2 Training shall be provided on a regular basis, in accordance with the level of corruption and bribery risk related to the position. Training should be provided to personnel who are:
- a. New to the Group during induction
  - b. Appointed to or currently holding an exposed position
- 13.3 Human Resources Department shall maintain records to identify which personnel in the Group have received training, and produce, communicate and update the training schedule in conjunction with Operation and Administrative Department.
- 13.4 Business associates acting on behalf of the Group shall also undergo appropriate training, where a corruption and bribery risk assessment identifies them as posing a more than minor corruption and bribery risk to the Group.

### **14 Audit and Compliance**

Regular audits shall be conducted to ensure compliance to this policy. Such audits may be conducted internally by the Group or by an external party. Audit documentation should include performance improvement action plans.

### **15 Sanctions for Non-Compliance**

- 15.1 Non-Compliance as identified by the audit and any risk areas identified through this and other means should be reported to the Management in a timely manner in accordance with the level of risk identified
- 15.2 The Group regards acts of corruption and bribery as serious matters and will apply penalties in the event of non-compliance to this policy. For The Group's personnel, non-compliance may lead to disciplinary action, up to and including termination of employment.
- 15.3 For external parties, non-compliance may lead to penalties including termination of contract. Further legal action may also be taken in the event that The Group's interests have been harmed by the results on non-compliance by individuals and organizations.

### **16 Whistleblowing**

Management is a strong advocate in transparency for our business transactions and activities to achieve a high level of integrity in the Group. Therefore, the Management highly encourages whistleblowing made through mail or e-mail as specified in The Group's Whistleblowing Policy.

## 17 Reporting

Any corruption that is detected or suspected must be reported to the appropriate DH/HOD. Alternatively, if the person to whom it is reported is unable to assist the issue may be reported to the following confidential channel as provided in BINA STRA's Whistleblowing Policy.

Chairman, Audit and Risk Management Committee  
No. 1 & 3, Jalan Jalil Jaya 3  
Jalil Link, Bukit Jalil  
57000 Kuala Lumpur  
Fax : +6(03) 8998 7788/7991  
E-mail : [whistleblow@binastracorp.com.my](mailto:whistleblow@binastracorp.com.my)

## 18 Investigation

The investigation shall be carried out by the Audit Committee. All investigation shall update the board of Directors of the Company on reports that require their attention and approval.

## 19 Review & Improvement

In maintaining best practice, the contents of the policy shall be reviewed by the Management at least once a year and be revised if required, to improve its effectiveness in combatting corruption.

## 20 Appendix

1. Third Party Declaration Form
2. Due Diligence Checklist
3. Gift, Entertainment and Corporate Hospitality Declaration Form

## Appendix 1: Third Party Declaration Form

### **THIRD PARTY DECLARATION FORM**

1. We are the contractors/ vendors/ suppliers/ solicitors/ agents/ consultants/ joint venture/ partners/ service provider/ government intermediaries of Binastra Corporation Berhad (formerly known as Comintel Corporation Bhd) ("BINASTRA") and its subsidiary companies ("Group").
2. We hereby declare that we will comply with:
  - i) All applicable laws and regulations relating to BINASTRA's Anti-Corruption and Bribery Policy and Whistleblowing Policy.
  - ii) The following anti-corruption principles:
    - a) Committing to promote values of integrity, transparency, accountability and good corporate governance
    - b) Prevention of corruption and fighting any form of corrupt practice
    - c) Supporting anti-corruption initiatives led by the government and the authorities. (Hereinafter collectively referred to as "the requirements")
3. We have not been convicted nor are we subject to any investigation, inquiry or enforcement proceedings by the relevant authorities of any actual or suspected breach and will report any actual or suspected breach as soon as reasonably practicable and to the extent permitted by the law, to BINASTRA Group.
4. We undertake to promptly inform BINASTRA Group of any breach and/ or alleged/ suspected breach of the requirements and cooperate with BINASTRA Group in any investigation of such breach involving BINASTRA Group's staff.
5. We acknowledge that the provisions set out in this declaration form shall form part of the terms and conditions of our appointment and/ or contract of service.
6. We further acknowledge that BINASTRA Group has the right to suspend or terminate the contract/ agreement/ job and disqualify us from tendering for future contracts/ jobs if we were found to have breached the requirements or any other terms and conditions implemented by BINASTRA group pursuant to the contract/ agreement/job.

**Signature of Authorized Person :**

**Name of Authorized Person :** \_\_\_\_\_

**Name of Company :** \_\_\_\_\_

**Company' Stamp :** \_\_\_\_\_

**Date :** \_\_\_\_\_

## Appendix 2: Due Diligence Checklist

Tick (✓) whether YES or NO on the Due Diligence Checklist below. If you have answered YES to any of the statements, you have to be satisfied that the relevant information/explanation/justification is available/procured/documentated prior to your engagement with the third parties.

No	Due Diligence Checklist	Yes	No
<b>Relationship with the Third Party</b>			
1	There has been difficulty in obtaining the required information from the third party		
2	There are concerns or evidence of corruption (convictions) in respect of the third party		
3	There are allegations of corruption activity against the third party or any of its employees		
4	The third party does not have its own anti-corruption/code of conduct/anti-fraud/compliance programme		
5	The third party does not have its own due diligence procedure in place for the sourcing of customers and procurement of vendors, subcontractors etc.		
6	The value of the contract secured by the third party is unreasonable		
7	There is evidence of adverse news related to the third party		
8	The third party does not have the necessary skills and experience to provide the services for which they will be contracted		
9	The third party is not charging a fair market price for their services (a company paying bribes may often charge more for its services in order to create a slush fund to pay bribes)		
10	The third party is being associated with disreputable suppliers/ subcontractors etc.		
11	The third party is not readily and efficiently able to deal with the due diligence requirements of BINASTRA and its subsidiary companies or larger companies		
12	The third party ever requested urgent payments or unusually high commissions		
<b>Third Party as a Public Official</b>			
13	The third party is a public official (as defined in the Anti-corruption & Bribery Policy)		
14	The owners, directors, shareholders, officers or any employees of the third party being current or former public officials		



Tick (√) whether YES or NO on the Due Diligence Checklist below. For any third party with positive public officials trace i.e. with YES answer any of the following due diligence set, and the division/ department has decided to commence the relationship with whereby the interests are also not prohibited by Anti-Corruption and Bribery Policy set by Binastra Corporation Berhad (formerly known as Comintel Corporation Bhd) and its subsidiary company, the disclosure in the financing requisition/RFP etc. Is a mandatory.

No	Due Diligence Checklist	Yes	No
<b>Third Party's Dealing with Public Official</b>			
15	The third party is recommended by a public official		
16	The third party will be interacting/ has any affiliations with public officials in order to perform the contract		
17	The owners, directors, shareholders, officers or any employees of the third party have personal, familial or any associations with public officials		
18	The third party has connections with public officials or government agencies		
19	The third party's employees (including immediate family members of the employees) have connections with public officials		
<b>Financial background</b>			
20	Any identified issue on repeated payments made to an unidentified third party, or an identified third party but for unclear reasons?		
21	Any identified issue on significant payment to an unidentified third party, or an identified third party but for unclear reasons?		
22	Are there any payments with non-transparent recipient or reason for payment (for instance, consulting expenses)?		
23	Is there any unusual frequency of payments made by the customer to its suppliers/ vendors/ contractors etc. or made by the customer's customer to the customer?		
24	Is there any unusual value of payments made by the customer to its suppliers/ vendors/ contractors or made by the customer's customer to the customer?		
25	Is there any excessive expenses which could be an indication of bribes?		

### Appendix 3: Gift, Entertainment and Cotpoation Hospitality Declaration Form

#### Binastra Corporation Berhad (formerly known as Comintel Corporation Bhd) and its Subsidiary Companies

#### Gift, Entertainment and Corporate Hospitality Declaration Form

This declaration form is in accordance with the Company's "**No-Gift Policy**". Therefore, all employees must declare all gifts (which is valued **at RM250 or more**), entertainment and corporate hospitality within **three (3) working days** upon receiving the same to Operation Department. Similarly, any meal treats (any value) accepted must also be declared in this form. The physical gifts **valued at RM250 or more** must be deposited to Operation Department **within three (3) working days** upon receipt of the same. Operation department will seek Chief Operations Officer's direction on best way to dispose the gift. For gifts worth **less than RM250** staff could accept the same with no declaration is required. AS for **hampers** (any value), no declaration is required but the staff must share the hampers amongst colleagues/ placed at pantry or common areas.

All declarations (with or without any gift, including entertainment and corporate hospitality) must be submitted to Operation **on quarterly basis by the 5th of the following month** and signed by the staff and HOD. For instance, Q1 declaration must be submitted to Operation on/ before 5th April.

<b>Employee Name</b>	:				
<b>Position</b>	:				
<b>Division/Department</b>	:				
<b>Year</b>	:				
<b>Declaration Period ("x" the relevant box)</b>	:	<b>Q1</b>	<b>Q2</b>	<b>Q3</b>	<b>Q4</b>
	:				

#### A. Without any gifts, meal, entertainment and corporate hospitality to declare

I confirm that to the best of my knowledge, there are no gifts, meals, entertainment and/ or corporate hospitality items which I need to declare for this quarter.	<b>Staff Signature</b>	:	
	<b>Date</b>	:	

**B. With gifts, meal, entertainment and corporate hospitality to declare**

#	Item Received/ Meal Date	Description of Item/Meal (for meals please include venue)	Estimated/ Actual Value (Local Currency)	Given by (given name and organisation)	Remarks
1					
2					
3					

*Please add rows as necessary*

I confirm that to the best of my knowledge, my declaration above is true, complete and is according to the prevailing "No-Gift Policy".	Staff Signature	:	
	Date	:	

<b>Administrative</b>					
<b>Head of Department's Remarks</b>	:		<b>Name</b>	:	
			<b>Signature</b>	:	
			<b>Date</b>	:	
<b>Operation Department's Remarks</b>	:		<b>Name</b>	:	
			<b>Signature</b>	:	
			<b>Date</b>	:	
<b>Chief Operations Officer's Remarks</b>	:		<b>Name</b>	:	
			<b>Signature</b>	:	
			<b>Date</b>	:	