

## Section 28

# **CODE OF BUSINESS CONDUCT FOR THIRD PARTIES**

<b>MITRAJAYA HOLDINGS BERHAD</b>	<b>HUMAN RESOURCE POLICY MANUAL SECTION 28 – CODE OF BUSINESS CONDUCT FOR THIRD PARTIES</b>	<b>Effective Date: 08.09.2021</b>
<p><b>CODE OF BUSINESS CONDUCT FOR THIRD PARTIES</b></p> <p><b>1. INTRODUCTION</b></p> <p>This Code of Business Conduct for Third Parties (“<b>Code</b>”) sets out the expectations of Mitrajaya Holdings Berhad and its subsidiaries (“the Group”) regarding the conduct expected from Third Parties, including their employees and all persons working on their behalf.</p> <p><b>2. OBJECTIVES</b></p> <p>2.1 This Code is to convey the Group’s expectations regarding the ethical conduct expected from all Third Parties who have a relationship with the Group. This document is consistent with the Group’s Anti-Bribery and Anti-Corruption Policy (“<b>ABAC Policy</b>”), which can be found <a href="#">here</a>.</p> <p>2.2 Knowing, understanding and behaving according to the Code is a fundamental requirement when working for or with the Group. Third Parties are expected to be mindful of their ethical responsibilities and to embed the behaviours outlined in this Policy into their work for or with the Group.</p> <p><b>3. SCOPE AND APPLICABILITY</b></p> <p>This Code shall apply to all vendors, suppliers, service providers, contractors, sub-contractors, consultants, agents, representatives, and any other persons or entities who provide work, goods or services or act for or on behalf of the Group (“<b>Third Parties</b>”), including but not limited to their employees, affiliates or any other third parties or sub-contractors who have been engaged by the Third Parties to perform services</p> <p><b>4. ACKNOWLEDGMENT</b></p> <p>Appropriate and reasonable due diligence should be conducted by Third Parties to ensure compliance with this Code. Upon entering into any business agreement with the Group, Third Parties are required to acknowledge in writing that they intend to comply with this Code by completing the acknowledgment found at the last page of this Policy.</p> <p><b>5. NON-COMPLIANCE</b></p> <p>Adherence to this Policy by Third Parties is mandatory. Violations to this Policy will be dealt with seriously by the Group which may lead to termination of service and business arrangements without notice. The violation of this Policy may also warrant legal action and/or the reporting of it to relevant authorities and/or other appropriate actions.</p> <p><b>6. GROUP ASSETS</b></p> <p>6.1 Third Parties are expected to protect all Group assets provided to them from any loss, damage, misuse, illegal use or theft.</p>		

- 6.2 Group assets include without limitation, the Group's products, equipment, supplies, intellectual property (including the Group's name), vehicles, access and/or security cards, equipment, facilities, records, documents and other assets.

## **7. DEALING WITH CUSTOMERS**

The Group ensures that all its dealings with customers are conducted with the highest standards of integrity, ethical behaviour and professionalism. As such, the Group expects all Third Parties dealing with any customers for or on behalf of the Group to practice the same standards of integrity, ethical behaviour and professionalism.

## **8. CONFLICT OF INTEREST**

- 8.1 Third Parties are to exercise due care and diligence to avoid situations where the Third Party's interest may conflict, or be perceived to conflict, with the interests of the Group. This could arise in a situation where a Third Party is in a family or personal relationship, associates or friends with an Employee or Director of the Group and takes advantage of that for the Third Party's personal benefit.

- 8.2 Prior to any business arrangement/engagement with the Group, all Third Parties are required to make a conflict of interest disclosure of any actual or potential conflicts using the Group's Conflict Disclosure Form which can be found in **Appendix I**.

- 8.3 Completed Forms must be forwarded to the IGU Head via the following channel for a decision.

Attention to	:	IGU, Mitrajaya Holdings Berhad
Mail Address	:	No. 9, Blok D, Pusat Perdagangan Puchong Prima Persiaran Prima Utama, Taman Puchong Prima, 47150 Puchong, Selangor
Email	:	<a href="mailto:whistleblow@mitrajaya.com.my">whistleblow@mitrajaya.com.my</a>

Third Parties must provide full cooperation to the Group while the reported conflict is being reviewed, and abide by the decision of the Group with regards to the conflict.

- 8.4 The Group reserves the right to take the appropriate action against any Third Party who is found to be in breach of the Group's rules and regulations, policies, procedures and accepted practices, whether expressed or implied. The Group is committed in ensuring that any action taken is in accordance with accepted practices and the relevant laws. These actions can include (but are not limited to);

8.4.1 Removing the conflict e.g. by selling off interest or withdrawing from the conflicting position;

8.4.2 Terminating the business relationship between the Group and the Third Party;

8.4.3 Reporting the Third Party to the relevant enforcement agencies;

## **9. ANTI-BRIBERY AND ANTI-CORRUPTION**

Third Parties must comply with the Group's guidelines in their dealings with, or on behalf of, the Group, and all applicable legislation pertaining to anti-corruption and anti-bribery and must not directly or indirectly engage in any activities that would violate anti-bribery laws. The Group's ABAC Policy can be found [here](#).

## 10. GIFTS, HOSPITALITY AND ENTERTAINMENT

- 10.1 It is the Group's goal that all procurement and other business decisions are made objectively, based on the quality of service, price and other competitive factors. It is thus important to note that certain gifts, hospitality and entertainment may cause, or appear to cause improper influence, which may be seen as a bribe.
- 10.2 The Group adopts a strict "NO GIFT" Policy whereby Third Parties are prohibited from directly or indirectly receiving or providing gifts to Employees and Directors of the Group in the course of business dealings.
- 10.3 Occasionally, gifts **are allowed** as according to the Group's ABAC Policy which provides an exception to the "no gift" policy in the following situations:-
- a. the acceptance of promotional/commemorative/door gifts, token gifts of a low intrinsic value such as pens, t-shirts, notebooks, calendars, stationery and other small items, bearing the Group logo or brand; and
  - b. the acceptance of consumables (such as fruits and small food hampers), flowers with an approximate actual value not exceeding **RM300.00**
- 10.4 The Group's ABAC Policy can be found [here](#).

## 11. CHARITABLE DONATIONS AND SPONSORSHIPS

- 11.1 In line with the Group's Corporate Social Responsibility and its commitment to contribute and give back to the community, the Group provides assistance in appropriate circumstances and in an appropriate manner, from time to time.
- 11.2 However, the Group recognises that providing charitable donations and sponsorships can also pose a bribery risk as this process involves a benefit to a Third Party without any tangible returns, which may be seen as a scheme to circumvent any prohibitions on bribery.
- 11.3 Third Parties who wish to request for charitable donations and sponsorships from the Group can make a formal request in writing on their official letterhead addressed to the following persons:
- Attention to : IGU / HR Department  
Mail Address : Mitrajaya Holdings Berhad,  
No. 9, Blok D, Pusat Perdagangan Puchong Prima,  
Persiaran Prima Utama, Taman Puchong Prima,  
47150, Puchong, Selangor

## 12. FACILITATION PAYMENT AND EXTORTION PAYMENT

- 12.1 "**Facilitation payments**" often referred to as "*Duit Kopi*" in Malaysia is an illegal or unofficial payment or benefit given to secure or expedite the performance of a person performing a routine or administrative duty or function. Facilitation payments are a form of bribery, even if they are small in value.
- 12.2 "**Kickbacks**" are typically payments made in return for a business favour or advantage.
- 12.3 Third Parties are **STRICTLY PROHIBITED** from, directly or indirectly, giving, accepting or obtaining or attempting to give, accept or obtain facilitation payments from any person for itself or for any other person subject to this Code.

### **13. HEALTH, SAFETY AND ENVIRONMENT**

- 13.1 The Group is committed in providing, in a collaborative effort with Third Parties, a safe and secure working environment for everyone including the public, in accordance with all applicable laws, the Group's policies and regulations. Third Parties must also take appropriate action to prevent occupational illnesses and work-related accidents.
- 13.2 As a general rule, if Third Parties are providing work, goods or services to the Group, they must attend the Group's awareness briefings if requested to do so.

### **14. HARASSMENT**

- 14.1 Third Parties are prohibited from any form of harassment, including sexual harassment and bullying of any Employee. It can be in the form of physical, verbal, visual or any conduct toward a person that is unwelcomed by that person and has the purpose or effect of creating an intimidating, hostile or offensive work environment.
- 14.2 Any act of harassment, unsolicited and unwarranted overtures and advances by a Third Party against any of the Group's employees will be treated as a misconduct and may be reported to the relevant public authorities.

### **15. NO DISCRIMINATION**

Third Parties may not discriminate against any Employee on the basis of race, colour, age, national origin, physical or mental disability, history of disability, political affiliation, religion, gender, sexual orientation or any other basis which has the effect of substantially interfering with an individual's work performance or creating an intimidating, harassing, hostile, or offensive work environment.

### **16. WHISTLEBLOWING**

Third Parties have a responsibility to immediately report any instances of violations of this Code and any irregularities as defined in the Whistleblowing Policy through the Group's Whistleblowing Channels. Details on the Group's Whistleblowing Policy and Procedure can be found [here](#).

### **17. ANTITRUST/COMPETITION LAW**

The Group is committed in its efforts to compete in the industry in a fair and ethical manner and is dedicated in upholding all applicable antitrust and anti-competition laws. To reflect the Group's efforts, all Third Parties, in the course of business dealings with the Group, must ensure that its actions towards business partners (e.g., customers and suppliers), competitors and governmental authorities at all times reflect fair, proper and ethical business practices.

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**ACKNOWLEDGMENT AND ACCEPTANCE OF MITRAJAYA HOLDINGS BERHAD  
CODE OF BUSINESS CONDUCT FOR THIRD PARTIES**

I/We, \_\_\_\_\_ (NRIC/Company No.: \_\_\_\_\_ )  
acknowledge that I/We have read, understood and agreed to comply with this Code of Business Conduct  
for Third Parties. I/we have not violated the provisions of this Code and am not aware of any violations  
of the Code as the date hereof. I/We also hereby agree to the following:

In the event that there is a breach of any of the above sections found in this Code, the Company may  
immediately revoke the current business arrangement/award and terminate the contract for the business  
transaction immediately, without any liability whatsoever on the part of the Company to the Third Party.  
This is without prejudice to any other rights or remedies that the Company may have or any other  
appropriate action which the Company may seek under the terms of the applicable tender/contract or  
applicable laws and regulations.

Signature:

Date:

<b>CONFLICT DISCLOSURE FORM</b>
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*Instructions:*

1. In filling this form, provide the necessary information and supporting details to the best of your knowledge/capabilities.
2. Note that you may be called upon to assist in an investigation, if needed.
3. Submit this completed form directly to your HOD or IGU.

**A. PERSONAL DETAILS**

NAME:

POSITION:

DEPARTMENT/DIVISION:

EMAIL ADDRESS:

PHONE NUMBER:

**B. DETAILS OF CONFLICT OF INTEREST**The actual OR potential conflict of interest (*please choose and describe details*)

Types :

Description :

When did the Conflict of Interest arise?

Impact/potential impact of the Conflict of Interest in question?

## CONFLICT DISCLOSURE FORM

Actions taken to address the Conflict of Interest in question.

### C. DECLARATION

DECLARATION:	I hereby declare that all information provided in this Form is true, accurate and complete to the best of my knowledge, information and belief.
SIGNATURE:	
DATE:	

### **For IGU Use**

File Reference No :

Received by :

Date :

Action Taken :

- ☐ Recusal or abstaining from the decision making process
- ☐ Not lobbying for the entity in conflict
- ☐ Removing the conflict e.g. selling off interest / resigning from the conflicting position
- ☐ Reporting the Employee to the relevant enforcement agencies
- ☐ Others (please state details):