

**COUNTRY VIEW BERHAD**  
Registration No. 198101012190 (78320-K)  
(Incorporated in Malaysia)

**ANTI-BRIBERY AND CORRUPTION POLICY**

**1. INTRODUCTION**

A commercial organisation commits an offence if an associated person corruptly gives any gratification with intent to obtain or retain business or an advantage in the conduct of business, for the commercial organisation.

Country View Berhad (“CVB”) and its subsidiaries (collectively referred to as the “Group”) is committed to conducting its business in a legal, ethical and responsible manner in compliance with all prevailing applicable laws, regulations and guidelines.

The Group requires all employees (including full time, probationary, contract and temporary staff) (“Employees”) and Directors of the Group to be committed to acting professionally and with integrity in carrying out their roles and responsibilities.

The Group will take reasonable and appropriate measures in line with the Guidelines on Adequate Procedures, pursuant to subsection (5) of Section 17A under The Malaysian Anti-Corruption Commission Act 2009 to ensure that its businesses do not participate in corrupt activities for its advantage or benefit. This Anti-Bribery and Corruption Policy (“**ABC Policy**”) sets out the scope and responsibilities to insulate and protect the Group as well as prevent the occurrence of bribery and corrupt practices in relation to the businesses of the Group. This Policy is supplemental to, and shall be read in conjunction with the Code of Business Conduct & Ethics of CVB.

**2. DEFINITION OF 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.

**3. SCOPE & OBJECTIVE**

This ABC Policy is applicable to all Directors and Employees of CVB Group.

The objective of the Policy is to provide information and guidance to the Directors and Employees on standards of behaviour to which they must adhere to and how to recognise as well as deal with bribery and corruption.

The Policy is not intended to be exhaustive, and there may be additional obligations that Directors and Employees are expected to adhere to or comply with when

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performing their duties. For all intents and purposes, the 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.

#### **4. APPLICABILITY**

Each Employee has a duty to read and understand the Policy. Violation of any of the Policy's provisions may result in disciplinary action, including termination of employment.

If a Director requires further clarification on the Policy, the Director may liaise with the Chairman of the Board or the Senior Independent Director, whereas for an Employee, the Employee may refer or highlight any concerns to the immediate superior, Head of Department or the Compliance Officer appointed.

#### **5. COMPLIANCE UNIT/OFFICER**

An Anti-Bribery and Corruption Compliance Unit has been established and headed by a Compliance Officer who is vested with the following authority and responsibilities.

- a) have the adequate resources needed to perform his duties.
- b) have full access to any information required in the course of performance of his duties.
- c) have direct access to the Board and ARMC, where relevant, to obtain information and feedback in the course of performance of his duties and to report the results of the review of any ABC Policy incidence and the compliance thereof.
- d) to obtain the services and advice of any external professional at the expense of the Group in carrying out his duties.
- e) to carry out investigation on any suspected or actual incidences of bribery and corruption reported to him and to determine and recommend the appropriate actions to be taken as a result of the investigation to the ARMC and Board.
- f) to oversee compliance in line with the Board's Gifts, Hospitality and Entertainment ('GHE') Guidelines adopted.

If any Employees requires further clarification on any Anti-Bribery and Corruption compliance issues, such issues should be highlighted and brought to the attention of the Compliance Officer for review and guidance. Where the Compliance Officer is unable to arrive at a decision, the matter will be escalated to the ARMC and subsequently to the Board for a decision.

#### **6. GUIDANCE ON BRIBERY AND CORRUPTION**

##### **6.1 Gifts, Hospitality and Entertainment (GHE)**

This ABC Policy does not prohibit GHE, so long as it is reasonable, appropriate, modest and bona fide corporate GHE.

Some examples of acceptable GHE, which are non-exhaustive, are as follows:-

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- (a) token gifts offered in business situations or to all participants and attendees for example, work related seminars, conferences, trade and business events;
- (b) gifts presented at work-related conferences, seminars and/or business events;
- (c) gifts given in gratitude for hosting business events, conferences and/or seminars;
- (d) refreshments or meals during meetings or as participants of work-related conferences and/or seminars; and meals for business purposes.
- (e) corporate gifts, festive or ceremonial gifts

As a general principle, the Directors and Employees should not receive or give GHE 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 any advantage or benefit. In addition, lavish or unreasonable GHE should not be received or given as such GHE may be interpreted as attempts by the Directors or Employees to obtain or receive any advantage or benefit.

The Directors and Employees should be mindful in giving or receiving GHE as it could be interpreted as a way of improperly influencing the decision making of the recipient. Hence, the intention behind the GHE should always be considered.

#### **6.2 Facilitation Payments To Officer of Public Body<sup>N1</sup>**

Facilitation payments are unofficial payments or other advantages made to secure or expedite the performance of a routine action by an officer of public body. Directors or Employees shall not promise or offer, or agree to give or offer, facilitation payments to an officer of any public body.

However, there could arise circumstances in which the Directors 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, Head of Department or the Compliance Officer.

*N1: Public Body as defined in Section 3 of Malaysian Anti-Corruption Commission Act 2009*

#### **6.3 Third Parties**

All third parties, including agents, consultants, service providers, suppliers and joint venture partners should be made aware of this ABC 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.

The Compliance Officer will ensure that this ABC Policy is brought to the attention and communicated to all third parties having any dealings and business relationships with the Group.

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### **6.4 Political Contributions**

Subject to any prevailing law that govern political contribution, the Group may make contributions to political parties or candidates. All political contributions require approval from the Board of the respective subsidiaries. The records of all political contributions shall be kept by the Group's Finance Department or Chief Financial Officer.

### **6.5 Charitable Contribution/Donations**

Charitable support and donations are encouraged (including educational sponsorships), whether of in-kind services, knowledge, time, or direct financial contributions. However, Directors and Employees must be careful to ensure that charitable contributions are not used as a scheme to conceal bribery. No charitable contributions or donation can be offered or made without the prior approval of the Board of Directors subject to the Board's policy on authority limits adopted. The records of all charitable contributions shall be kept by the Group's Finance Department or Chief Financial Officer.

## **7. RECORD-KEEPING**

It is important that proper and complete records be maintained of all payments made to third parties in the usual course of business as these would serve as evidence that such payments were bona fide, and not linked to corrupt and/or unethical conduct. All accounts, invoices, documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with accuracy and completeness.

Employees must declare all GHE received or given, and submit details to the Compliance Officer for recording into a register. Employees must also ensure that all expense claims relating to GHE incurred to third parties are approved by the Executive Directors / Head of Department and must be specifically recorded the reason for such expenditure.

## **8. COMPLIANCE TO THE LAW**

The Group will comply with all applicable laws, rules and regulations of the governments, commissions and exchanges in jurisdictions within which the Group operates. Directors and Employees are expected to understand and comply with the Malaysian Anti-Corruption Commission Act 2009 (including any amendment thereof).

The Group reserves the right to report any actions or activities suspected of being criminal in nature to the relevant authorities.

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*ANTI-BRIBERY AND CORRUPTION POLICY***9. REPORTING OF VIOLATIONS OF THE POLICY**

Any Employee who knows of, or suspects, a violation of the ABC Policy, is encouraged to whistle blow or report the concerns through the mechanism set out under the Group's Whistle Blowing Policy. The provision, protection and procedure of the Whistle Blowing Policy for reporting of the violations of the ABC Policy are available on CVB's website <http://www.countryview.com.my>. No individual will be discriminated against or suffer any sort or manner of retaliation for raising genuine concerns or reporting in good faith on violations or suspected violations of the ABC Policy. All reports will be treated confidentially.

**10. REVIEW OF THE POLICY**

The Board will monitor compliance with the ABC Policy and review the ABC Policy regularly to ensure that it continues to remain relevant and appropriate.