

ANTI-BRIBERY MANUAL, POLICY AND GUIDING PRINCIPLES

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1.0 ABBREVIATION

ABBREVIATION	DESCRIPTIONS
ABMS	KPRJ's Anti Bribery Management System
ARMC	Audit & Risk Management Committee of KPRJ
MACC	Malaysian Anti-Corruption Commission
IGD	Integrity & Governance Department of KPRJ
KPRJ	Kumpulan Prasarana Rakyat Johor Sdn. Bhd. & its' Group of Companies
CEO	Chief Executive Officer of KPRJ
SOP	Standard Operating Procedure
LDAT	Limit Delegated of Authority Table
HOD	Head of Department or Business Unit
COI	Conflict of Interest

2.0. DEFINITION

“ABMS” means KPRJ's Anti-Bribery Management System;

“Audit and Risk Management Committee” means the Audit and Risk Management Committee (ARMC) of the Board of Directors of KPRJ;


“Bribery & Corruption” means any action which would be considered as an offence of giving or receiving gratification under the Malaysian Anti-Corruption Commission (MACC) Act 2009. 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.

Bribery may be 'outbound', where someone acting on behalf of KPRJ 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 the Company such as a senior decision-maker or someone with access to confidential information.

“Business Associate” means an external party with whom KPRJ has, or plans to establish, some form of business relationship. This may include clients, customers, joint ventures, partners, consortium, outsourcing providers, contractors, consultants, subcontractors, suppliers, vendors, advisers, agents, distributors, representatives, intermediaries and investors.

“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 KPRJ.

“Controlled organisation” means an entity where KPRJ has the decision-making power over the organisation such that it has the right to appoint and remove the management. This would normally be where KPRJ has the controlling interest (>50% of the voting share ownership), but it could be where there is an agreement in place that KPRJ has the right to appoint the management, for example a joint venture where KPRJ has the largest (but still <50%) allocation of the voting shares;

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“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, with the implicit or explicit approval of all parties involved. Corporate gifts normally bear the Company name and logo. Examples of corporate gifts include items such as diaries, table calendars, pens, notepads and plaques.

“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.

“Exposed Position” means personnel 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 the Company has identified as vulnerable to bribery;

“Gratification” is defined in the MACC Act to mean the following:


- (a) money, donation, 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).

“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 Company 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;

“IGD” means Integrity & Governance Department of KPRJ.

“KPRJ” or “Company” means Kumpulan Prasarana Sdn. Bhd. and its group of companies;

“Personnel” means KPRJ and its’ subsidiaries directors, KPRJ committee members and all individuals directly contracted by KPRJ or its’ subsidiaries on an employment basis, including permanent and temporary employees.

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3.0 INTRODUCTION


- 3.1 This Anti-Bribery Manual is used as a guide in creating a commitment driven by top management to drive the initiative to implement the Anti-Bribery Management System (ABMS) in KPRJ including all its business associates.
- 3.2 KPRJ is committed to practicing best governance through planned bribery risk management in order to provide efficient and integrity services to stakeholders while ensuring that control and improvement are carried out strategically and continuously.

4.0 ANTI-BRIBERY OBJECTIVES

- 4.1 KPRJ sets the objectives of the ABMS at the relevant functions and levels:
1. in line with anti-bribery policy
 2. measurable (if feasible)
 3. take into account the applicable factors mentioned in ISO 37001:2016
 4. can be achieved
 5. monitored
 6. communicated
 7. updated accordingly.
- 4.2 In setting these objectives, KPRJ take into account all factors including:
1. internal and external problems
 2. stakeholder needs
 3. A Bribery Risk Assessment has been considered to ensure its totality.
- 4.3 KPRJ's ABMS objectives shall be reviewed periodically (at least once a year) and will be presented to Anti-Bribery Committee for approval. The objectives of KPRJ's ABMS are part of the documented information of ABMS. Details are available in **APPENDIX 1**.

5.0 KPRJ SCOPE OF ANTI-BRIBERY

- 5.1. The scope of ABMS of Kumpulan Prasarana Rakyat Johor Sdn. Bhd. (KPRJ) involves key processes:
1. Construction Project Management, Civil Engineering and Oil & Gas
 2. Property Development
 3. Digital Technology Services including Infrastructure
 4. Social Services Management and Event Management
 5. Asset Management

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5.2. KPRJ includes:

1. **Subsidiaries (Active)**

No.	Company	Status
1.	KPRJ Builders Sdn. Bhd.	Active
2.	KPRJ Development Sdn. Bhd.	Active
3.	Generasi Takzim Sdn. Bhd.	Active
4.	KPRJ Astakapuri Sdn. Bhd.	Active
5.	KPRJ Jauhar Sdn. Bhd.	Active
6.	IJ Innovations Sdn. Bhd.	Active
7.	Digital Infra Group Sdn. Bhd	Active
8.	Sports Johor Sdn. Bhd.	Active
9.	KPRJ Urus Sdn. Bhd.	Active
10.	KPRJ Engineering Sdn. Bhd.	Active
11.	KPRJ Capital Sdn. Bhd	Active
12.	Pengerang Inland Supply Base Sdn. Bhd.	Active
13.	Kitar Selatan Sdn. Bhd.	Active
14.	Jauhar Assets Sdn. Bhd.	Active

2. **Subsidiaries (Dormant)**

No.	Company	Status
15.	Bitara Mawar Sdn. Bhd	Dormant
16.	Prasarana Makmur Sdn. Bhd.	Dormant
17.	Aksi Selasih Sdn. Bhd.	Dormant
18.	Asas Hartaniaga Sdn. Bhd.	Dormant
19.	Lingkar Niaga Sdn. Bhd.	Dormant
20.	Gemilang Sarjana Sdn. Bhd.	Dormant
21.	Detik Pertiwi Sdn. Bhd.	Dormant
22.	Aspek Inovatif Sdn. Bhd.	Dormant
23.	Astaka Mahamas Sdn. Bhd.	Dormant
24.	Pingat Kencana Sdn. Bhd.	Dormant


Address:

G-07 & 08, Block 4, Darul Takzim, Jalan Bertingkat Skudai, Danga Bay, 80200 Johor Bahru, Johor.

6.0 MANUAL SCOPE

This manual is designed to facilitate all directors, KPRJ committee members and staff in understanding, implementing and setting the boundaries of the ABMS so that all offenses can be reported in the proper channels. The corrupt activities described in this manual include:

1. **Bribery:** any action which would be considered as an offence of giving or receiving 'gratification' under the Malaysian Anti-Corruption Commission (MACC) Act 2009. 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.

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2. **Fraud:** an intentionally deceptive action designed to provide the perpetrator with an unlawful gain or to deny a right to a victim.
3. **Abuse of Power:** the commission of an unlawful act, done in an official capacity, which affects the performance of official duties.
4. **Conflict of Interest:** when a person's own interests either influence, have the potential to influence, or are perceived to influence their decision making at KPRJ.
5. **Misuses of Organization Asset:** When personnel or third parties associated with a business abuse their power and authority and steal from the company through several fraudulent activities for their own personal gain.
6. **Violating Procedures:** breach or misconduct to any of the Company's guidelines and rules including the code of ethics.
7. **Money Laundering:** a financial or legal transaction in which money obtained or generated by an illegal activity processes the conversion of money obtained through illegal means to a legitimate source.
8. **Cartel activities:** a collection of independent businesses or organizations that collude in order to manipulate the price of a product or service.

7.0 KPRJ ANTI-BRIBERY POLICY

KPRJ is committed in strengthening the economic capacity of the people for a better development of Johor. KPRJ is also committed to implement various Corporate Responsibility programs that add value to the community at large.


1. KPRJ at all time shall maintain a positive work culture based on impeccable integrity with zero tolerance on bribery, and a conducive work environment that is free of bribery
2. KPRJ will always comply with the Malaysian Anti-Bribery Commission (MACC) Act 2009 (Act 694) and relevant guidelines. In addition, KPRJ is also committed to consistently implementing acts and laws on business processes to prevent potential bribery.
3. KPRJ will continuously improve the performance of Anti-Bribery Management System (ABMS) through the implementation of ISO 37001:2016.
4. Any individual is encouraged to voice concerns in good faith, using the channels provided without risk of retaliation, with the assurances of existing internal rules and regulations.

To achieve the Anti-Bribery Policy, objectives and indicators are formulated, reviewed for effective achievement. By meeting all the requirements of the ABMS, ISO 37001:2016 Anti-Bribery objective targets can be achieved more systematically within the target period.

If any part of this Policy is not complied with by the directors, KPRJ committee members, employee, business partner or agency concerned, appropriate action shall be taken in accordance with **KPRJ Code of Ethics** in a transparent and fair manner within a reasonable period of time.

This Anti-Bribery Policy is available on the website for the purpose of dissemination to directors, KPRJ committee members, staff, business associates and stakeholders for effective implementation.

This documented Anti-Bribery Policy is available to all parties and communicated to understanding throughout the organization and to business associates and relevant third parties. This Policy is available as information that is documented and communicated on an ongoing basis within the organization and to business associates who are at a higher risk than the risk of bribery through:

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Target Groups	Policy Access
KPRJ Staff, Directors & Committee Members	<ul style="list-style-type: none"> ● Distribution of internal emails ● Integrity sponsored program ● Website – www.kprj.com.my
Stakeholders	<ul style="list-style-type: none"> ● Website – www.kprj.com.my ● Integrity sponsored program
Business Associates	<ul style="list-style-type: none"> ● Website – www.kprj.com.my ● Integrity sponsored program

8.0 ANTI-BRIBERY COMMITMENT (GUIDING PRINCIPLES)

KPRJ adhere to the principles of governance that are generally appropriate to ensure that we conduct business with integrity. To ensure that our goals are achieved, we maintain transparency in our business dealings and avoid situations that create conflicts of interest. KPRJ is adamant not to participate in activities determined by crime and does not tolerate such attempts.

KPRJ establishes, documents, implements, maintains and continues to review and, if necessary, improve the ABMS, including the required processes and interactions, in accordance with the requirements of this document.

KPRJ's ABMS contains measures designed to identify and assess risks, and to prevent, detect and respond to bribery. We have established these Guiding Principles to manage integrity in our activities:


8.1 Corporate Governance

The term corporate refers to our company's management and control systems in ensuring that we operate continuously and to the best of our ability. These include the principles and policies of business management as well as the internal and external monitoring and control mechanisms of our organisation. These systems are essential for responsible corporate governance. They are the mainstay in ensuring that KPRJ gains the full trust of customers, personnel, the capital market and the general public.

1. KPRJ comply with the requirements of laws, internal policies and other regulations.
2. KPRJ ensure that the reporting made is true, fair and accurate to our stakeholders at all times. Stakeholders trust us in ensuring that financial information from KPRJ is accurate and complete
3. Updating accurate records is an important part of corporate integrity and is key to the success of our business. The use of records involving ABMS guides our corporate decisions, business position, management and our priorities in meeting business needs.

8.2 Anti-Bribery and Corruption

Bribery and corrupt behavior is contrary to the values applied among KPRJ. Therefore, we take active steps to ensure that business activities do not engage in any corrupt practices. Bribery

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damages legitimate business relationships, disrupts competition and exposes companies and individuals to risk.

All organizations are exposed to bribery and corruption risks. Bribery and corruption risks may exist at all levels of management, in all functions and activities, and potentially involve internal and external stakeholders.

1. KPRJ shall conduct regular risk assessments to identify the bribery and corruption risks affecting the business, set anti-bribery and corruption objectives, and assess the effectiveness of the controls in achieving those objectives.
2. A Bribery Risk Register shall be maintained at Integrity and Governance Department and updated periodically upon discussion with operating units.

8.3 Avoiding Conflicts of Interest

Conflicts 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 judgment on behalf of the Company.

1. All KPRJ personnel should avoid situations in which personal interest could conflict with their professional obligations or duties. They 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.
2. In situations where a conflict does occur, KPRJ personnel are required to declare the matter before proceed with any process or transaction (Refer to **APPENDIX 2** for Conflict of Interest Declaration Form).


8.4 Money Laundering

Money laundering refers to a financial or legal transaction in which money obtained or generated by an illegal activity processes the conversion of money obtained through illegal means to a legitimate source. Money laundering is a punishable offense.

1. KPRJ only accepts money from authentic sources. Personnel should obtain detailed information on the business background of the business associates, the business associates themselves and the purpose of the business involved before proceeding with or accepting a business transaction by conducting counterparty due diligence.
2. When establishing relationships with customers or with business associates in particular, KPRJ should be **alert to the warning signs** of money laundering. These include unusual payment methods, escrow accounts and less obvious ones that will affect economic interests.

8.5 Anti-Fraud

The term “Fraud” refers to all varied means which a director, a staff, a contractor or consultant or any party having dealing with the Company has conceived to take advantage of his or her position in the Company or his or her dealing or relationship with the Company by false

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suggestions or suppression of the truth, including surprise, trickery and cunning or dissembling, and any other unfair way by which the Company is cheated


1. It is in the interest of KPRJ to promote a consistent organizational behavior by providing guidelines and assigning responsibilities for the development of controls to deter the commission of fraud, and for the conduct of investigations into any report or allegations of fraud
2. Actions Constituting Fraud are listed (but not limited) as follows:
 - a. Any dishonest or fraudulent act;
 - b. Forgery or alteration of any document or account belonging to the Company;
 - c. Forgery or alteration of a cheque, the Company's draft, or any other financial documents;
 - d. Abuse of power by any officer who uses his office or position for any gratification, whether for himself, his relative or associate;
 - e. Misuse of the Company's funds, supplies or other assets;
 - f. Impropriety in the handling or reporting of money or financial transactions;
 - g. Profiteering as a result of insider knowledge of the Company activities;
 - h. Disclosing confidential and propriety information to outside parties;
 - i. Providing or accepting or seeking anything of material value to/from vendors or persons providing services/facilities/material to the Company. (exceptions are: hamper or flower, corporate gifts or souvenirs or others in kind and seasonal festival gifts);
 - j. Inappropriate use, unauthorized destruction or removal of records and of the Company's assets;
 - k. Cheating and falsifying documents for gainful usage of oneself;
 - l. Computer fraud by manipulation of input/documents and record, theft of any kind e.g. money, data or program, damage to software
 - m. Criminal offences, unlawful acts, corruption, bribery and blackmail; and
 - n. Any similar or related irregularity.

8.6 Corporate Social Responsibilities (CSR), Donation and Sponsorship

KPRJ is committed to contributing to the well-being of the people and state government. It is however important that all CSR, sponsorships and donations are made in accordance with KPRJ policy and receive prior authorization by the authorized person as per Limit Delegated of Authority Table (LDAT).

Support of CSR projects and the use of donations and sponsorships are part of KPRJ contribution to the well-being of the communities and the environment. The contributions shall be performed on behalf of state government and in conformity with current governmental activities. However, it can never be promised, offered or made to secure a business advantage or for any other improper purpose such as to bribe or self-enrich.

Providing donations and sponsorships are permitted. However, KPRJ prohibits the giving and receiving of donations and sponsorships to influence business decisions.

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The contribution for CSR, donations and sponsorship must fulfil the following conditions:


1. It is limited, customary and lawful under the circumstances
2. The contribution does not have or are perceived to have (by either the giver or the receiver), any effect on actions or decisions
3. There must be no expectation of any specific favor or improper advantages from the intended recipients
4. The independent business judgment of the intended recipients must not be affected
5. There must not be any corrupt / criminal intent involved
6. It must be done in an open and transparent manner

8.7 Gifts

KPRJ does not solicit gifts, entertainment, or favors of any value from persons or firms with which KPRJ actually or potentially does business. Any person purported to do anything or actions against this policy shall be deemed to be acting contrary to company's policy and without company's consent and authority, and shall be assuming full personal responsibility.

However, there are certain exceptions to the general rule whereby the receiving and provision of gifts are permitted that are customary business courtesies in the following situations and the value per item shall not be more than the threshold as set out in KPRJ Code of Ethics i.e. RM500.00;

1. 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).
2. Gifts from company to external institutions or individuals in relation to the company's official functions, events and celebrations (e.g. commemorative gifts or door gifts offered to all guests attending the event).
3. Token gifts of nominal value normally bearing the KPRJ or company's logo or (e.g. t-shirts, pens, diaries, calendars and other small promotional items) that are given out equally to members of the public, delegates, customers, associates and key stakeholders attending events such as conferences, exhibitions, training, trade shows etc. And deemed as part of the company's brand building or promotional activities;
4. KPRJ personnel shall not accept any gifts, gratuities, or favors except those associated with common business courtesies of a nominal value of RM500.00 or less. Gifts exceeding this amount may be made to customers or other people's subject to the Chief Executive Officer (CEO) or Chairman approval.
5. Even in the above exceptional circumstances, the personnel are expected to exercise proper judgment in handling gift and behave in a manner consistent with these general principles;
 - Conscientiously maintain the highest degree of integrity.
 - Always exercise proper care and judgment.
 - Avoid conflicts of interest.
 - Refrain from taking advantage of your position or exercising your authority to further your own personal interest at the expense of KPRJ.
 - Comply with applicable laws, regulations and KPRJ policies and procedures.
6. Any corporate gift shall fulfill the following conditions:

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- They are limited, customary and lawful under the circumstances.
 - They do not have or are perceived to have (by either the giver or the receiver), any effect on actions or decisions.
 - There must be no expectation of any specific favor or improper advantages from the intended recipients.
 - The independent business judgment of the intended recipients must not be affected.
 - There must not be any corrupt/criminal intent involved.
 - The giving out of the gift and hospitality must be done in an open and transparent manner.
7. KPRJ personnel are required to ensure there is a clear distinction between the gifts given on a personal basis and those given on behalf of KPRJ. Under no circumstances KPRJ personnel to misrepresent personal gifts and/or use such customs to circumvent KPRJ's gifts policy.

Generally, for any gifts received, the personnel are required to fill up the Gifts Declaration Form in **APPENDIX 3** for approval from their respective Head of Department / Business Unit either to accept the gifts or return it based on the above criteria.

The declaration by using the form is compulsory. Any non-compliance is considered as a major misconduct and violation to the Company's Gifts Policy.

8.8 Entertainment

8.8.1 Providing Entertainment


KPRJ recognizes that providing modest entertainment is a legitimate way of building business relationships and as such a common practice within the business environment to foster good business relationship with external clients. As such, eligible personnel are allowed to entertain external clients through a reasonable act of hospitality as part of business networking as well as a measure of goodwill towards the recipients.

However, KPRJ personnel 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 benefit 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 values and principles of the KPRJ Code of Ethics.

8.8.2 Receiving Entertainment

KPRJ recognizes that the occasional acceptance of a reasonable and modest level of entertainment provided by third parties in the normal course of business is a legitimate way to network and build good business relationships.

However, it is important for KPRJ personnel to exercise proper care and judgment before accepting entertainment offered or provided by a third party. This is not only to safeguard the Company's reputation, but also to protect staff and directors from allegations of impropriety or undue influence.

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8.9 Corporate Hospitality

KPRJ recognizes that providing corporate hospitality to its stakeholders or occasional acceptance of an appropriate level of hospitality be it through corporate events, sporting events or other public events, is a legitimate way to network and build goodwill in business relationships.

While providing and receiving corporate hospitality is a reflection of KPRJ’s courtesy and goodwill, the respective personnel must exercise proper care to protect the KPRJ’s reputation against any allegations of impropriety or the perception of bribery especially when the arrangements could influence or be perceived to influence the outcome of a business decision and are not reasonable and bona fide expenditures.

8.9.1 Travel and Overnight Accommodation (as Part of Hospitality)

1. Any hospitality involving international or other long-distance travel and accommodation is by definition regarded as unusually generous. However, if a sound business reason exists, KPRJ personnel may be able to accept invitations to events abroad subject to receiving prior written approval of CEO.
2. Paying for travel and overnight accommodation for potential or existing clients or any other business contact is not allowed, unless directly related to the promotion, demonstration or explanation of our services or in connection with an occasional client hospitality event. In such an event, the staff need prior approval of CEO. In the event of promoting or demonstrating services, paying for travel and accommodation will only be justified if there is no more cost-efficient alternative available and ensure that the invitee’s employer is informed about the hospitality offered.

8.9.2 Spouses, Family Members or Private Guests

Hospitality for spouses, family members or private guests requires the prior approval of CEO. Spouses and family members of government officials should never be invited without the prior written consent of CEO.


8.10 Political Contributions

KPRJ does not make or offer monetary or in-kind political contributions to political parties, political party officials or candidates for political office. Examples of prohibited political donations include:

1. Cash contributions;
2. Free or discounted use of KPRJ premises, equipment or other company resources; and
3. Payment of salary of a KPRJ staff working for a political party or candidate working during normal working hours (except if the staff in question takes a legally permissible paid leave).

8.11 Facilitation Payment

KPRJ adopts a strict policy of disallowing the use of facilitation payments in its business. Facilitation payment is a payment or other provision made personally to an individual in control

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of a process or decision. It is given to secure or expedite the performance of a routine or administrative duty or function.

There may be circumstances in which individuals are left with no alternative but to make payment in order to protect against loss of life, limb or liberty. If these payments are made, they should be reported to the Integrity & Governance Department as soon as practical.

8.12 Cartel Activities

The term represent a secret agreement or collusion between enterprises to commit illicit actions or fraud. Typically, this will involve price fixing, information sharing, or market rigging by setting quotas for production and supply.

KPRJ takes very seriously in preventing any related cartel activities in its operation as it would have a variety of negative impacts on our business.

8.13 Staff Recruitment

KPRJ being a diversified entity, provides equal opportunity for any qualified and competent individual to be employed by the company from various multicultural and multiracial background, sourced externally, local and / or internationally.


1. The recruitment of staff 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 staff.
2. In line with this, proper background checks through comprehensive and transparent procedure should be conducted in order to ensure that the potential staff e has not been convicted in any bribery or corruption cases. More detailed background checks should be taken when hiring staff that would be responsible in management positions, as they would be tasked with decision-making obligations.
3. KPRJ allows the recruitment of family members of staff or those who have a personal relationship with the staff, as long as the individual is independently assessed and deemed eligible for the job and there is no potential conflict of interest.

9.0 RESOURCES AND AWARENESS OF ABMS

9.1 Resources

The resources required depend on factors such as size, nature of the operation, and the risk of bribery faced. KPRJ resources consist of:

1. **Human Resources:** Adequate staff who can apply for sufficient time for relevant anti-bribery responsibilities so that the ABMS functions effectively. This includes providing adequate people (internal or external) to the anti -bribery compliance function.
2. **Physical resources:** The physical resources required in the organization, including in the anti-bribery compliance function, for the ABMS to function effectively, eg office space, furniture, computer hardware and software, training materials, telephones, tools write.

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3. **Financial resources:** Include adequate budgets, including in the anti-bribery compliance function, for the management system to function effectively.

9.2 Awareness of ABMS

9.2.1 KPRJ provides adequate and appropriate anti-bribery awareness and training to relevant personnel who address bribery risk factors:

1. KPRJ's anti-bribery management policies, procedures and management system, and their duty to comply
2. The risk of bribery and damage to them and the organization that could result in bribery
3. Circumstances in which bribery may occur in relation to their duties, and how to recognize these circumstances
4. Ways on how to recognize and respond to applications to offer bribes
5. How they can help prevent and avoid bribery and recognize key bribery risk indicators
6. Their contribution to the effectiveness of the ABMS, including the benefits of improving anti-bribery performance and reporting suspected bribery
7. Implications and possible consequences of not complying with the requirements of the anti-bribery management system
8. How and to whom can they report any concerns Information on training and resources available

9.2.2 KPRJ personnel should be provided with regular anti-bribery awareness and training (at intervals determined by the organization), in accordance with:

1. their role;
2. the bribery risks to which they are exposed; and
3. changing circumstances.

9.2.3 Awareness and training programs will be updated periodically as needed to reflect relevant new information. Taking into account the identified bribery risks, the organization also implements anti-bribery awareness addressing and training procedures for the business associates involved. On behalf of or for benefit, and which may pose more than a low risk of bribery to KPRJ. This procedure should identify:

1. awareness and training required;
2. its contents;
3. the manner in which the training will be provided; and
4. to whom training is given.

9.2.4 KPRJ keeps documented information on training procedures, training content, when and to whom it is provided. Records on attendance and / or completion records of the training session(s) will be maintained to verify that all personnel receive the necessary training to perform their responsibilities in compliance with the anti-corruption and bribery laws

9.2.5 KPRJ will on a continuing basis provide specific and regular training on this Policy and on anti-corruption and bribery laws for all new and existing staff.

10.0 ABMS COMMUNICATION EFFECTIVENESS

10.1 KPRJ defines internal and external communication in the appropriate language related to the ABMS as per the matrix below:


Parties Involved	Matters and Frequency (what and when)	Methods and by whom (how)
Internal – staff & stakeholders	<ul style="list-style-type: none"> ● policies, procedures, ABMS and anti-bribery duties of the organization and duties to be complied with ● the risks and effects of bribery to personnel and organizations as a result of bribery ● the circumstances in which bribery may occur in relation to their duties and how to recognize these circumstances ● how to recognize and respond to requests or offers of bribes ● how they can help prevent and avoid bribery and identify key bribery risk indicators ● their contribution to the effectiveness of the ABMS including the benefits of improving anti-bribery performance and reporting suspected bribery ● implications and possible consequences of not complying with ABMS requirements; ● how and to whom they can raise concerns. 	<ul style="list-style-type: none"> ● Dissemination of information on KPRJ anti-bribery policy, whistleblower policy and ABMS to be circulated in KPRJ websites and email to all staff and stakeholders by Corporate Communication Department. ● Awareness Program for all KPRJ personnel to be conducted from time to time by Integrity & Governance Department.

Parties Involved	Matters and Frequency (what and when)	Methods and by whom (how)
External – Business Partners and Third Parties	<ul style="list-style-type: none"> • Organizational anti-bribery policies, procedures, ABMS and duties and duties to be complied with • the risks and effects of bribery to personnel and organizations as a result of bribery • the situations in which bribery may occur in relations to their duties and how to recognize these circumstances • how they can help prevent and avoid bribery and identify key bribery risk indicators • their contribution to the effectiveness of the ABMS including the benefits of improving anti-bribery performance and reporting suspected bribery • implications and possible consequences of not complying with ABMS requirements • how and to whom they can raise concerns 	<ul style="list-style-type: none"> • Dissemination of information on KPRJ anti-bribery policy, whistleblower policy and ABMS to be publish in KPRJ website (www.kprj.com.my)

10.2 Anti-bribery policies are made available to all personnel of the organization and business associates, communicated directly to both KPRJ personnel and business associates that pose more than low risk of bribery, and will be published through the organization’s internal and external communication channels, as appropriate.

10.3 Reporting of Policy Violation

All personnel are responsible to adhere to this Policy and performing duties in lawful manner as well as in reporting and escalating promptly any concern and issues relating to corruption and bribery. Since the principles of this Policy, are based on legal requirements, the consequences of bribery and corruption are severe, and may include imprisonment for individuals, unlimited fines, debarment from tendering for public contracts, and damage to the KPRJ Group’s reputation. Therefore, KPRJ takes its legal responsibilities very seriously.

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Any alleged or suspected improper conduct must be reported immediately to the Head of Integrity & Governance Department. Or if any party who have concern with regards to any malpractices or breach of this Policy can lodge their concern via a dedicated whistleblowing channel which will be evaluated and investigated independently as stated in KPRJ Whistleblower Policy.

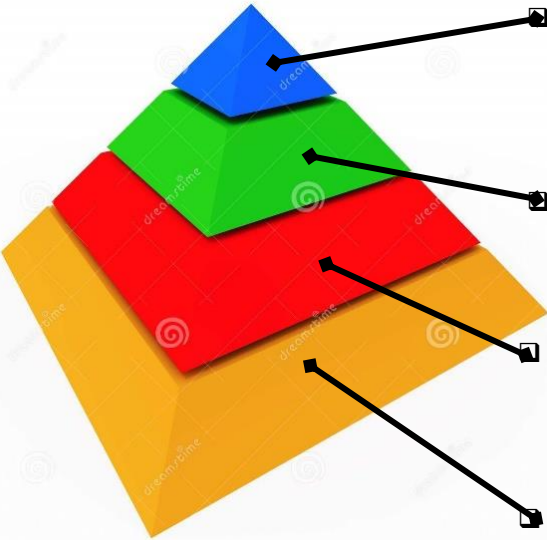
Retaliation in any form against KPRJ personnel where the person has, in good faith, reported a violation or possible violation of this policy is strictly prohibited. Any KPRJ personnel found to have deliberately acted against the interests of a person who has in good faith reported a violation or possible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

KPRJ have established a whistle-blowing system to improve our ability to self-regulate and conduct appropriate monitoring to prevent the activities.

11.0 LEADERSHIP AND COMMITMENT

11.1 ROLES & RESPONSIBILITIES


The roles and responsibilities for KPRJ ABMS are as described below:



- Governing Body - Audit & Risk Management Committee (ARMC):**
 Perform oversight function for ABMS. Ultimate responsibility and authority for ABMS governance, policies and activities to which top management reports and by which held accountable.
- KPRJ Top Management:**
 Responsible for implementation and compliance of ABMS at the highest level. Ensure roles and responsibilities are assign to relevant parties and employees for implementation of ABMS in KPRJ.
- Anti Bribery Committee (ABC):**
 Working committee that was formed and assigned by top management to implement, obtain personnel involvement and ensure compliance of ABMS.
- Others:**
 Aware, understand and involvement in ABMS for the assigned roles and responsibilities.

11.1.1 Governing Body Commitment

KPRJ established a Governing Body consisting selected member(s) of Board of Directors (Audit and Risk Management Committee) to demonstrate leadership and commitment with respect to the ABMS by:

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	Leadership Quality	Commitment
1.	Approving of the Anti-Bribery Policy	Review the ABMS Manual, Anti-Bribery Policy and Guiding Principles
2.	To ensure that KPRJ's management strategy and anti-bribery policy are in line	Review actions
3.	Ensure that adequate resource requirements are provided for the effective implementation of ABMS	Review and recommend the manpower allocations and assignments
4.	Implement adequate oversight on the effective implementation of ABMS	Monitor through delegation to top management

11.1.2 Top Management Commitment

Top management demonstrates leadership and commitment with respect to the ABMS by:

	Leadership Quality	Commitment
1	Ensure the ABMS, including policies and objectives, are established, implemented, maintained and reviewed to address organizational bribery risks appropriately	Conduct monitoring of performance
2	Ensure ABMS requirements into the process are complete. Ensure ABMS is planned accurately to achieve its objectives	Review and approve work processes (SOP)
3	Utilize adequate and appropriate resources for effective ABMS operation	Review and approve work planning.
4	Communicate internally and externally on anti-bribery policies Communicate internally the importance of effective anti-bribery management and comply with the requirements of the ABMS	Ensure communication on ABMS is implemented
5	Ensuring that the ABMS is accurately designed to achieve its objectives	Review KPRJ ABMS plan and ensure the tasks are perform properly.

	Leadership Quality	Commitment
6	<ul style="list-style-type: none"> Promote an appropriate anti-bribery culture in the organization Support other relevant management roles to demonstrate their leadership in preventing and detecting bribery as it applies to their areas of responsibility 	<ul style="list-style-type: none"> Announce the existence of ABC among KPRJ Ensure Compliance with KPRJ Code of Ethics
7	Prevent and detect bribery as it occurs in the area of responsibility	Independent judgment and transparency of management practices
8	Ensure that no officer will suffer retaliation, discrimination or disciplinary action for: <ul style="list-style-type: none"> reports made in good faith, or based on the belief of a reasonable or suspected violation of the organization's anti-bribery policy, or refuses to commit bribery, even if such refusal could result in the organization losing business (unless the individual participated in the breach); 	Implement the Whistleblowing Protection Policy
9	Report to the governing body on allegations of serious or systematic bribery	Receive receipts and incident reviews. Conduct a value assessment of the case.


Top management may assign some or all of the anti-bribery compliance functions to people outside the organization. If this happens, top management should ensure that internally specialized staff are assigned to oversee and responsible over and above outsource compliance function which have the power to dictate the scope and duty of their function

Delegation of Decision Making Power

Top management empowers personnel to make decisions in relation to low risk bribery. KPRJ will establish and maintain **decision-making process** or **control set** which requires the decision process and the responsibilities of the parties involved in decision making to be appropriate and free from conflicts of interest.

Top management shall ensure that these processes are reviewed periodically as part of their roles and responsibilities for the implementation and compliance of the outlined ABMS.

Delegation in decision-making does **not exclude** superiors or governing bodies and their responsibilities nor does it transfer to delegated officers as potential legal responsibilities.

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11.1.3 Anti-Bribery Committee Roles & Responsibilities

Top management assigns the implementation of Anti-Bribery Management System (ABMS) to Anti Bribery Committee, which meets when as when required.

The Anti-Bribery Committee has **the appropriate competence, status, authority and independence, direct and prompt access to the governing body** and **top management** should there be any issues or concerns that need to be raised related to bribery or ABMS.

The roles and responsibilities of the Anti-Bribery Committee are as follow:


1. Identify issues, problems and improvement measures based on four (4) terms of reference that have been established as follow:
 - a) Policies, Legislation and Regulations
 - b) Working Systems and Procedures
 - c) Strengthening Governance and Integrity
 - d) Monitoring, Compliance and Rehabilitative
2. Implement anti-bribery initiatives to ensure effective work processes and monitoring systems are implemented for best governance practices in KPRJ.
3. Review the implementation of governance and integrity practices in KPRJ and make recommendations to the Top Management and subsequently to the Company's Governing Body.
4. Monitoring of issues that may have impact on possible bribery or governance issues raised by Top Management of Governing Body.

11.1.4 KPRJ Personnel Commitment – Anti Bribery Declaration

1. All KPRJ personnel shall certify in writing that they have read, understood and will abide with the Manual on ABMS, Anti-Bribery Policy and Guiding Principles. A copy of this declaration shall be documented and retained by the Human Resources Department for the duration of the personnel's employment. A sample declaration can be found in the **APPENDIX 4** of this Manual. This register of declarations shall be updated from time to time and reviewed during the Management Review Meeting
2. IGD reserves the right to request information regarding personnel assets in the event that the person is implicated in any bribery and corruption-related accusation or incident as part of the anti-bribery enforcement in KPRJ

11.1.5 Business Associates / Business Partners Commitment – Anti Bribery Declaration

1. All existing and new business associates (including external providers such as consultants, advisors, and agents) acting on behalf of KPRJ are required to comply with this Policy and Guiding Principles, the KPRJ Code of Ethics and all other policies as it relates to them.

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2. In circumstances where KPRJ retains controlling interest, such as in certain joint venture agreements, business associates are required to adhere to this Policy and Guiding Principles and KPRJ Code of Ethics. Where KPRJ does not have controlling interest, associates are encouraged to comply the same.
3. Any business associates intending to act on KPRJ 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 KPRJ.
4. For new business associates, they need to fill in the Integrity Pledge (refer **APPENDIX 5**) upon registration and they have to make self-declaration upon appointed by fill in the Declaration Form (refer **APPENDIX 6**).

12.0 OPERATIONAL PLANNING AND OPERATION

12.1 KPRJ plans, implements, reviews and controls the processes required to meet the requirements of the ABMS, and implements the actions specified by the Bribery Risk Assessment by:


1. establishing criteria for the process;
2. implementing process control according to criteria; and
3. keep documented information to the extent necessary to believe that the process has been carried out as planned.

12.2 These processes should be included in specific controls such as:

1. Due Diligence Assessment - controlled internal and organisational processes
2. Financial Control
3. Non-Financial Controls
4. Anti-Bribery Commitment
5. Gifts, hospitality, donations and similar benefits
6. Operations manage the lack of anti-Bribery controls
7. Whistleblowing Protection Management
8. Investigate and dealing with bribery

12.3 KPRJ is responsible for:

1. Control all planned changes
2. Review the consequences of unintentional changes
3. Take action to reduce any adverse effects, if necessary

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13.0 ABMS PERFORMANCE EVALUATION

13.1 Monitoring, Measurement, Analysis and Evaluation

1. KPRJ determines the monitoring, measurement, analysis and evaluation of the achievement of anti-bribery performance, effectiveness and efficiency of the management system
2. through the established anti-bribery objectives. Information is documented as evidence of the method and the results are stored as evidence.
3. KPRJ conducts internal audits at planned timeframes to ensure that the ABMS complies with the organization's own requirements for its ABMS and is implemented effectively.
4. KPRJ ensures that no auditors audit their own areas of work and the auditors need to review the procedures, controls and systems on the following area:
 - a. bribery or potential risk of bribery;
 - b. non-compliance with ABMS policies or requirements;
 - c. failure of business associates to comply with anti-bribery requirements; and
 - d. weaknesses or opportunities for improvement of the ABMS


13.2 Top management reviews the organization's ABMS, at planned timeframes at least once annually, to ensure its continued appropriateness, adequacy and effectiveness. The top management review shall include consideration of:

- a. the status of actions from previous management reviews;
- b. changes in external and internal issues that are relevant to the anti-bribery management system;
- c. information on the performance of the anti-bribery management system, including trends in:
 - 1) nonconformities and corrective actions;
 - 2) monitoring and measurement results;
 - 3) audit results;
 - 4) reports of bribery;
 - 5) investigations;
 - 6) the nature and extent of the bribery risks faced by the organization;
- d. effectiveness of actions taken to address bribery risks; and
- e. opportunities for continual improvement of the anti-bribery management system.

13.3 The outputs of the top management review shall include decisions related to continual improvement opportunities and any need for changes to the anti-bribery management system.

13.4 A summary of the results from the top management review shall be reported to the Governing Body and keep the documented information as evidence of the results of the top management review.

13.5 The Governing Body conducts periodic review of the ABMS based on information provided by Top Management, Anti-Bribery Committee, Integrity & Governance Department and any other information requested or obtained. Summary information of the document is retained as evidence of the results of the Governing Body's study.

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- 13.6 The Anti-Bribery Committee shall assess on a continual basis whether the anti-bribery management system is:
 - a. adequate to manage effectively the bribery risks faced by the organization;
 - b. being effectively implemented.

- 13.7 The Anti- Bribery Committee shall report at planned interval, at least once annually, and on an *ad hoc* basis, as appropriate, to the Governing Body and Top Management, on the adequacy and implementation of the anti-bribery management system, including the results of investigations and audits.

- 13.8 Internal Audit continuously assesses whether the ABMS is sufficient to effectively manage the risk of bribery. Integrity & Governance Department is required to report at planned intervals and on an ‘ad-hoc’ basis, as appropriate to the needs of the situation to top management and the Governing Body or appointed committees including the results of audits and investigations.

14.0 IMPROVEMENTS ON ABMS

- 14.1 KPRJ ensures the effectiveness of the ABMS by conducting continuous and regular assessments through several methods such as reviews internal audit, management and Anti-Bribery Committee to ensure its scope, policies, procedures and controls match the bribery and corruption related risks faced by KPRJ.

- 14.2 KPRJ considers the results and outputs of the cited evaluation to determine whether there is a need or opportunity to change the ABMS in the future.

- 14.3 To help ensure the integrity of the ABMS and its effectiveness is maintained, changes in the individual elements of the management system should take into account the dependence and impact of such changes on the overall management effectiveness of the system.

- 14.4 In determining the need for changes to the ABMS, changes need to be made in a structured manner by considering the following:
 - 1. the purpose of the change and its possible consequences;
 - 2. integrity management system of anti-bribery;
 - 3. resource availability;
 - 4. allocation or redistribution of responsibilities and authority;
 - 5. the rate, extent and duration of implementation for the changes.


- 14.5 KPRJ shall monitor the legal and regulatory regimes where it operates and any changes to KPRJ’s business environment as well as risks and identify opportunities for ABMS improvement. A report should be submitted to the top management and Audit and Risk Management Committee on a regular basis for the appropriate measures to be taken.

***** End of Manual *****

APPENDIX 1

KPRJ Anti-Bribery Objectives

	Program Achievement Objectives	Resource Requirements	Responsible Party	Implementation Completion Date	Performance Evaluation	Monitoring Report
1	The Moral Principles of Integrity course is implemented to increase the level of understanding for each employee	<ul style="list-style-type: none"> Internal Trainings Requirement for all employees 	<ul style="list-style-type: none"> All Head of Department Human Resources Department (HRD) 	Before July 2022	Training Effectiveness Report	HRD and IGD
2	For impeccable integrity indicators, the organization targets zero incidents of bribery reported within the second six (6) months and beyond after the implementation of the ABMS	<ul style="list-style-type: none"> Whistle Blowing Channel 	<ul style="list-style-type: none"> All Head of Department IGD 	Before July 2022	Complaint Report and Customer Feedback	IGD
3	To create a conducive work environment that is free of bribery. Internal and external communication is effectively enhanced in the fight against bribery through selected communication channel. To achieve at least 80% effectiveness of the communication gauging through questionnaires.	<ul style="list-style-type: none"> Information Technology infrastructure for distribution 	<ul style="list-style-type: none"> Head of IGD 	December 2022	Total feedback and content comprehension through the Questionnaire Achievement Report	IGD
4	Target the level of bribery risk at all activities at a LOW / MEDIUM level through a Due Diligence review within a year	<ul style="list-style-type: none"> Due Diligence Assessment by a qualified Assessor Time and duration of assessment 	<ul style="list-style-type: none"> Head of IGD 	Before December 2022	Bribery Risk Assessment Report	IGD

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APPENDIX 2



**CONFLICT OF INTEREST
DECLARATION & MANAGEMENT FORM**

Department / Business Unit:
KPRJ Personnel name:
Important information:
<p>1. Who must complete this form?</p> <ul style="list-style-type: none"> a. Any KPRJ personnel who has identified a conflict between their personal interests and public duties. b. Any KPRJ personnel engaged in a consensual personal relationship where a direct hierarchical relationship is in place (refer to definition section below). c. All KPRJ personnel involved in a project (e.g. procurement and tendering etc.) considered to be high risk (e.g. based on the nature or value of the project). d. All KPRJ personnel on a recruitment panel. e. Any workplace participant (e.g. employees, contractors / consultants) assessed Head of Department / HR Manager as warranting a declaration on the basis of potential, perceived or actual conflict of interest risk (this will be decided having regard to the risk based approach set out in the KPRJ guide to applying the Code of Ethics). <p>2. How often must this form be completed?</p> <ul style="list-style-type: none"> a. This form must be completed: <ul style="list-style-type: none"> • At the time a conflict of interest is identified. • Prior to commencement of the tender or recruitment process. • At any time instructed by the employee's HOD. <p>3. What to do with the completed form?</p> <ul style="list-style-type: none"> a. The following steps must be taken to complete the declaration process: <ul style="list-style-type: none"> • <u>KPRJ Personnel</u> to complete Sections A and B of the form and provide to manager or superior; • <u>Manager/Superior and the personnel</u> to complete risk management plan at Section C (where relevant) and sign declaration at Section D; and b. A copy of duly completed Form should be extended to Integrity & Governance Department. <p>4. Filling in this form</p> <ul style="list-style-type: none"> a. Complete the form as accurately and comprehensively as possible. b. Type or write your answers legibly. c. Provide an answer for each question. <u>Do not leave any questions unanswered.</u> d. See the Department's <i>Conflict of interest policy</i> for further information and contact details for advice on completing this form. <p><i>This declaration forms part of the Company's procedures to support behavior consistent with the Code of Ethics for KPRJ.</i></p>



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Definition to assist in completing this form:

Conflict of interest: a conflict of interest arises when KPRJ personnel has private interest that could improperly influence, or be seen to influence, their decisions or the performance of their public duties. Conflicts can be actual, potential or perceived and can be financial or non-financial in nature. See the Company's *Conflict of interest* guiding principles in the Anti-Bribery policy for further details.

Consensual personal relationships: Include consensual sexual, intimate and/or romantic relationships between adults of any sex or gender identity. Relationships of this kind may be on a casual, periodic or regular basis and may or may not constitute a primary relationship. A familial relationship of spouse or de facto partner also constitutes a consensual personal relationship.

Familial relationship: Includes dependents (i.e. spouse/s or children), immediate family members (i.e. dependents, parents, parents-in-law and siblings) and family members (i.e. immediate family members, siblings-in-law, grandparents, step siblings, niece and nephew).

Where there is a direct hierarchical relationship in place, consensual personal relationships or familial relationship must be declared to a manager, a designated disclosure officer (e.g. Human Resources officer) or a designated management representative.

Direct hierarchical relationship: a relationship where employees or KPRJ personnel are of different levels of seniority in an organization, within the same reporting line. The senior employee may not have direct management or supervision of the subordinate employee, but has some level of decision power or other authority over their role.

Section A. KPRJ Personnel, HOD and project / work details

A.1 KPRJ Personnel details

Name		Position Title	
Office Location		Contact Number	
Email			

A.2 Superior of HOD details

Name		Position Title	
Office Location		Contact Number	
Email			

A.3 Project / Work details

This declaration is made in relation to the following project / task:	
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Section B. Identification of a conflict interest risk

B.1 I have made the following assessment:
(Tick appropriate box)

No risk of conflict of interest identified

I have considered the nature of the project / task, considered my professional duties and personal interests and declare that to the best of my knowledge no actual, potential or perceived conflict risk of exists. **[Go to section D]**

Risk of conflict of interest identified

I have considered the nature of the project/task, considered my professional duties and personal interests and consider that an actual, potential or perceived conflict of interest risk exists. **[Go to section C]**

Section C. Conflict of interest management plan

C1. Type of conflict of interest identified

The following conflict of interest risk was identified:

Useful information: state the specific personal interest identified (e.g. relationship with employee / friend / family; financial interest; conflict of duty etc.) and detail how this raises an actual potential or perceived conflict of interest with the employee's public duties

C2. Management plan for conflict of interest

The KPRJ personnel and manager or superior will take the following action to manage the conflict of interest:

Useful information: this management plan will ensure conflict risks are managed and resolved in favour of the public interest rather than that of the employee and will be based on the following mitigation strategies:

Restrict: restrictions are placed on the personnel's involvement in the matter

Recruit: a disinterested third party is used to oversee part or all of the process that deals with the matter

Remove: the personnel remove themselves, or is removed, from the matter

Relinquish or Resign: the personnel relinquish the private interest that is creating the conflict. Where relinquishing the interest is not possible (e.g. relationship with family) and the conflict cannot be managed in the public interest using one of the other options above, the employee may consider resigning.

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C3. The personnel and manager or superior will ensure this management plan is reviewed:

- Within 1 month Within 3 months Within 6 months
 Within 12 months N/A as the conflict is a one-off of short duration
 Other (specify):

Section D. Declarations**D.1 Declaration**

I declare that to best of my knowledge, the information in this form is true and correct. Any actions described in Section C of the form have been put in place to effectively manage any actual, perceived or potential conflict of interest. I undertake to adhere to any conflict of interest risk management plan set out in Section C to ensure that the Department's reputation and the public interest is adequately protected.


I undertake to make further declaration should a change in my circumstances give rise to an expectation of a conflict of interest.

Signature of Personnel: _____**Name (please print):** _____**Date:** ____/____/____**D.2 HOD or Superior declaration**

I undertake to adhere to any conflict of interest risk management plan set out in Section C, and to monitor my employee's adherence to the management plan, which is in place to ensure that the Department's reputation and the public interest is adequately protected.

Signature of Manager or Superior: _____**Name (please print):** _____**Date:** ____/____/____

Note: Please provide a copy of duly completed form to Integrity and Governance Department of KPRJ.

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GIFTS DECLARATION FORM
APPLICATION FOR AUTHORIZATION
ACCEPTANCES OF GIFTS UNDER KPRJ CODE OF ETHICS

ATTENTION: This form must be completed in 2 copies. It must be submitted for approval together with the gifts

A. PERSONAL DETAILS

Name (Receiver) :

I/C No. :

Position :

Department / Business Unit :

Place of Duty :

.....

(Notes: Attach a list of official duties or Job Descriptions).

B. INFORMATION ON GIFTS, HOSPITALITY, DONATIONS AND SIMILAR BENEFITS

Type :

.....

Value (Estimated) :

Date received :

Giver and address :

.....

.....

Relationship with giver :


.....

Purpose of gifts :

.....

Other information, if any :

(Such as employee views about the gift, whether employees wish for such gifts or the like)

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C. DECLARATION

I,declare that the particulars given above are true.

Date:
(Signature)

D. REVIEW OF HEAD OF DEPARTMENT / BUSINESS UNIT, IF NECESSARY:

.....
.....
.....

Date:
(Signature)

Name :

Position :

E. CONFIRMATION (HEAD OF DEPARTMENT / BUSINESS UNIT)

I, as Head of the Department / Business Unit, after considering the acceptance of the above gifts, made the following decisions: -

- Allow receiver to receive the gift for himself / herself.
- Return gift to the giver by Head of Department.
- Gift will be kept in the Department.
- Others, please state.....


[Please tick for any suitable action]

Date:.....
(Signature)

Name :

Position :

**HOD means Head of Department / Business Unit or Other higher Authority as per Authority Table*

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APPENDIX 4



INTERNAL INTEGRITY DECLARATION

I solemnly and in fact declares that:

- i. I will not engage myself in any bribery practices with any party involved either directly or indirectly in any activities related to KPRJ;
- ii. I will not abet any party that could affect transparency and fairness during my dealings for KPRJ with any parties;
- iii. If there is any attempt at bribery from any party, I will make a complaint immediately to the Malaysian Anti-Corruption Commission (MACC) Office or the nearest police station. I am aware that my failure to do so is an offense under the Anti-Corruption Commission Act 2009 [Act 694];
- iv. I will not disclose any confidential information related to procurement and other matters to any party in accordance with KPRJ Code of Ethics;
- v. I will immediately declare to the Head of Department if I am any conflict of interest situation for the matters handled by me; and
- vi. I fully understand that if I violate any of the terms in this Declaration, I may be subject to action under KPRJ Grievance Handling and Disciplinary Procedure.

Declaration by

* Witnessed by

Name :

Name :

I/C No. :

I/C No. :

Signature :

Signature :


Position :

Position :

Date :

Date :

* Witnessed by the Head of Department or any higher position within KPRJ or Head of Integrity & Governance.

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APPENDIX 5



INTEGRITY PLEDGE BY KPRJ BUSINESS PARTNERS
(UPON REGISTRATION AS KPRJ REGISTERED BUSINESS PARTNERS)

INTEGRITY PLEDGE

B e t w e e n

Kumpulan Prasarana Rakyat Johor Sdn Bhd

G-07 & 08, Blok 4, Danga Bay, Jalan Skudai, 80200 Johor Bahru, Johor Darul Ta'zim, Malaysia
 ("hereinafter referred to as "**KPRJ**")

A n d


[Name of Company] (Company No.), having its registered address at..... ("**KPRJ Business Partner**")

(KPRJ and KPRJ Business Partner are here-in-after referred to individually as "Party" or collectively as "Parties").

WHEREAS the Parties attached great importance in complying with relevant anti-bribery laws and regulations and hereby agree to enter into this pre-contract agreement (hereinafter referred to as "KPRJ Integrity Pledge") to avoid all forms of corruption by following a system that is fair, transparent and free from any influence / prejudiced dealings prior to, during and subsequent to the currency of the contract executed whilst KPRJ Business Partner still active in business with the KPRJ.

WHEREAS KPRJ Integrity Pledge will be part of the tender (or any other procurement method) document, which shall be signed and submitted along with the said document failing which the KPRJ Business Partner shall be disqualified and the submitted proposal shall be rejected by the KPRJ.

NOW THEREFORE the Parties hereto agree to enter into this Integrity Pact and agree as follows:

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ARTICLE 1 PURPOSE

In the implementation and execution of the tender/contract between the KPRJ and the KPRJ Business Partner, Parties agree to introduce appropriate measures necessary from time to time, to assist either Party in creating awareness amongst their employees and agents in their efforts to comply with anti-bribery laws and legislation. The measures that the Parties will take include the following:


- (a) to introduce programs to create awareness on the offences of corruption and bribery
- (b) to promote awareness within each Party's organization on the offences of corruption and bribery preferably in collaboration with but not limited to the Malaysian Anti-Corruption Commission (MACC), Malaysian Institute of Integrity, National Key Results Area (NKRA), Performance Management and Delivery Unit (PEMANDU), etc.
- (c) to introduce compliance and/or awareness programs in respect of the relevant code of conduct/code of business ethics or other similar guidelines and / or procedures applicable within the Parties' organization rejecting the use of bribes and other unethical behavior in discharging their responsibilities in the execution of the contract.
- (d) to establish an independent monitoring system.
- (e) to impress the importance of disclosure of interest and/or conflict of interest among the Parties employees irrespective of rank.
- (f) to place procedures on the prevention of corrupt practices by the Parties' employees or agents as and when the circumstance requires and with each Party's concurrence.

ARTICLE 2 COMMITMENT OF PARTIES

The Parties hereby commit and declare that the Parties and/or their respective employees and agents have not and shall not offer or give bribes to any director, employee, agent, contractor, subcontractor and/or representative of the either Party as gratification as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] in the execution of the tender / contract.

For the purpose of transparency, the Parties shall disclose to each other any payments that has been made, is being made and intended to be made to agents, brokers or any other intermediaries in connection with the execution of the tender / contract.

The KPRJ Business Partner shall keep confidential all proprietary information and documentations relating to the tender (or any other procurement process) and / or contract in strictest confidence and under no circumstances, would the details or information related to the tender (or any other procurement process) and/or contract to be discussed or disclosed with or any third party that has no relation with the purported tender (or any other procurement process) / contract.

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ARTICLE 3 PENALTY

The Parties hereby agree that in the event that there is evidence, of the Parties' employees or agents attempting to seek bribe or be involved in corrupt practices during the execution of the tender / contract, the Parties will promptly take appropriate action not limited to disciplinary action and inform the other Party on such action taken.

The Parties hereby agree that in the event that KPRJ Business Partner, through its employees or agents, commit or attempt to commit an act of bribery or otherwise engage in or attempt to engage in corrupt practices during the execution of the tender/contract, KPRJ Business Partner agree that the following actions may be taken by KPRJ after due inquiry or investigation:


- (a) Denial or loss of contract (including the termination of any awarded contract);
- (b) Forfeiture of the bidding security and / or performance bond;
- (c) Claim for loss and damages incurred by the KPRJ;
- (d) Suspension as KPRJ Business Partner for an appropriate period of time and / or blacklisted from future registration;
- (e) Disqualification from the current tender;
- (f) Exclusion from participating in future tenders; and / or
- (g) Any other consequence management actions according to KPRJ Code of Ethics then in force.

ARTICLE 4 INTEGRITY PLEDGE DURATION

- (a) This KPRJ Integrity Pledge shall become effective and binding on the Parties from the date of its signing and shall continue to be valid until the KPRJ Business Partner ceased to be KPRJ Business Partner.


ARTICLE 5 WHISTLEBLOWING CHANNEL

- (a) Notwithstanding Article 3, the Parties in its effort to enhance and strengthen high ethics and integrity practices may opt to channel concerns about illegal, unethical, improper business conduct affecting them through any whistleblowing channel not limited to:
 - i. KPRJ Whistle-blowing Channel, as specified below:
KPRJ Ethics Line Tel : +607 235 8377
(High Level of Integrity & Governance)
Email: whistleblower.kprj@gmail.com
 - ii. Lodge a report to the MACC office or
 - iii. at the nearest police station; or
 - iv. Any whistleblowing channel that is available to the affected Party.
- (b) Either Party is not required to prove the cases but rather to provide sufficient information in order for appropriate steps to be taken by the other Party.

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**ARTICLE 6
MISCELLANEOUS PROVISIONS**

- (a) This KPRJ Integrity Pledge is subject to the laws of Malaysia and nothing contained herein is intended or shall be construed to limit the right of any aggrieved Party from pursuing any legal remedy or claim against the other Party in Malaysia.
- (b) Notwithstanding as far as legally permissible, nothing contained in this KPRJ Integrity Pledge is intended to deprive or limit any Party from negotiating any peaceful settlement in connection with the penalty imposed or to be imposed under Article 3 or in respect of any claim by one Party against the other. In this regard, both Parties will, wherever possible, work cooperatively together to arrive to an amicable resolution provided that either Party may by written notice withdraw from such negotiation in the event that no amicable resolution is achieved within a period of thirty (30) days.
- (c) Changes and supplements as well as termination notices need to be made in writing and duly signed by the Parties.
- (d) Should one or several provisions of this KPRJ Integrity Pledge becomes invalid, the remainder of its provisions remain valid. In this case, the Parties will expeditiously come to an agreement closest to their original intentions. If the provisions in this KPRJ Integrity Pledge is inconsistent with the integrity related provisions in any definitive agreement / contract between the Parties, the provision herein shall prevail.
- (e) If the KPRJ Business Partner is a partnership or a consortium, the KPRJ Integrity Pledge must be signed by all partners or consortium members.

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IN WITNESS WHEREOF the Parties hereby represent that the signatory to this KPRJ Integrity Pledge is fully authorized to sign on this KPRJ Integrity Pledge on each Party's behalf and further, the Parties hereto have hereunto set their hands the day and year first above written.

For and on behalf of KPRJ:

For and on behalf of the KPRJ Business Partner:

Name:

Designation:

Name:

Designation:

In the presence of:


In the presence of:

Name:

Designation:

Name:

Designation:

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APPENDIX 6



BUSINESS PARTNERS DECLARATION FORM
(FOR ALL KPRJ REGISTERED BUSINESS PARTNERS)

1. I / We are the contractor / sub-contractor / vendor / supplier / solicitor / agent / consultant / joint venture associates / introducer / government intermediaries of Kumpulan Prasarana Rakyat Johor Sdn. Bhd. and/or its subsidiary ("KPRJ").
2. I / We hereby declare that:
 - (i) I / We will comply with all applicable laws and regulations relating to Anti-Bribery & Corruption.
 - (ii) I / We have read from KPRJ's website; KPRJ's Code of Ethics, KPRJ's Anti-Bribery Manual and KPRJ's Whistleblower Policy and will comply with the provision in the Policies and Procedures.
 - (iii) I / We will uphold 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") in all our dealings.
3. I / 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 KPRJ.
4. I / We undertake to promptly inform KPRJ of any breach and / or alleged/ suspected breach of the requirements and cooperate with KPRJ in any investigation of such breach involving KPRJ's personnel.
5. I / 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. I / We further acknowledge that KPRJ has the right to suspend or terminate the contract / agreement / job and disqualify us from tendering and/or involving for future contracts / jobs if we were found to have breached the requirements or any other terms and conditions implemented by KPRJ pursuant to the contract / agreement / job.

Signature of Authorized Person:

Name of Company's Authorized Person:

Company's Name:

Company's Stamp:

Date: