



SHIPPING & LOGISTICS
MTT SHIPPING AND LOGISTICS BERHAD
(Registration No. : 201901004019 (1313346-A))
(Incorporated in Malaysia under the Companies Act, 2016)

APPROVED BY BOARD OF DIRECTORS

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ANTI-BRIBARY & CORRUPTION POLICY

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Introduction

As one of the most reliable shipping specialists, MTT Shipping and Logistics Sdn. Bhd. (“**MTTSL**”) and its subsidiaries (collectively referred to as “the Group”) is committed to conduct its business in a legal and ethical manner. Keeping in line with our Employee Code of Conduct and Business Code of Conduct, the Group strives to operate its business with utmost transparency and integrity, and is committed to maintain and inspire the public’s confidence.

Definition

“**Employee**” refers to any person under the employment of the Group, including but not limited to permanent, contractual, and temporary employment; and directors along with executives.

“**Management**” refers to the management team consisting of the Chairman, directors (including the Managing Director, non-Executive Directors and Executive Directors), controllers or officers of the Group or any persons who are concerned in the day-to-day management and operation of the affairs of the Group.

“**Persons Related to the Group**” refers to agents, customers, suppliers, and business partners doing business or who have business affiliations with any company within the Group.

“**Family**” refers to spouses, children, parents, step-parents, siblings, step-siblings, grandparents, grandchildren, in-laws, uncles, aunts, nieces, nephews, and first cousins, as well as other persons who are members of the household.

“**Public Officials**” refers to, without limitation, officers to any public body of Malaysia or any other legitimate state, candidates for public office in Malaysia or any other legitimate state and members of any political party in Malaysia or any other legitimate state.

Objective

The objective of this Anti-Bribery and Corruption Policy (“**Policy**”) is to set out the parameters to prevent the occurrence of bribery and corrupt practices within the Group. This Policy reiterates the Group’s honest and transparent stand against bribery and corruption, and serves to elaborate and supplement the principles set out in the Employee Code of Conduct and Business Code of Conduct. This Policy adheres to the Malaysian Anti-Corruption Commission Act 2009 (“**MACC Act 2009**”) and is guided by the Guidelines on Adequate Procedures issued pursuant to section 17A(5) of the MACC Act 2009.

Scope

This Policy is applicable to the Management and Employees of the Group. The Management and Employees of the Group are required to act with ethics and integrity in the performance of their respective functions within the Group. The Management and Employees have a duty to read and understand this Policy. Persons Related to the Group are also expected to adhere to the Group’s ethical standards and follow relevant procedures laid out in this Policy.

Roles and Responsibilities

Employees

Each Employee is obliged to read, understand, and follow the procedures laid out in this Policy. Violation of any of the provisions of this Policy is tantamount to a misconduct and may result in disciplinary actions, including termination of employment. The severity of the disciplinary action instituted is based on the severity of the misconduct and is determined at the discretion of the Management. Employees are expected to report any observed or suspected misconduct by any fellow Employees or Persons Related to the Group.

Management

The Management is expected to be an exemplar in adhering to the Policy in the performance of its function, be it within the premises of the Group or when representing the Group at official events. The Management is also responsible to communicate and explain the application of this Policy to the Employees.

The Stance against Bribery and Corruption

Corruption is the abuse of entrusted power for private gain.

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.

In line with the Group's stance against bribery and corruption and in accordance with the corporate liability provision introduced by virtue of section 17A of the MACC Act 2009, the Management and Employees are expected of the following:

- 1) do not solicit, accept, give, agree to give, promise or offer to any person any gifts, gratifications or benefits to obtain or retain business or personal advantages;
- 2) do not engage in any transactions that can be construed as having contravened the anti-corruption laws;
- 3) be aware that gratifications may be in monetary and non-monetary forms, including but not limited to unauthorised remuneration in the form of –
 - a. referral fee, commission or other similar compensation;
 - b. material good, service, gift, or business amenity;
 - c. any office, dignity, employment or agreement to render services in any capacity; or
 - d. premium of an inappropriate amount or unreasonable discount which are not generally offered to others, prohibited by law or could be objectively perceived to not be within the ordinary conduct of business.
- 4) To assess whether it is reasonable and objectively appropriate to give or accept business amenities or other gifts from a commercial organisation given the possible influence on the business relationship between the Group and the organisation.

Guidance on Possible Common Forms of Bribery and Corruption

Gifts, Hospitality and Entertainment

The Management and Employees shall be bound by the Guideline for Receiving & Offering Gifts, Hospitality & Entertainment. Gifts, hospitality and entertainment should only be offered to and received in connection with a customary business or cultural occasion and shall be reasonable, modest and bona fide. The Management and Employees should not accept, give or provide gifts, hospitality and entertainment 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 favours or benefits.

Some examples of acceptable gifts, hospitality and entertainment include:

- 1) Refreshment or meals during meetings or as participants of work-related conference and/or seminars;
- 2) Meals for business purpose;
- 3) Token gifts offered in business situations or to all participants and attendees for example, work related seminars, meetings, conferences, trade and business events;
- 4) Festive hampers/token gifts;

The Management and Employees shall report all gifts, entertainment or favours received to the Compliance Department.

Any Employee found to have received gifts in contravention to the above provisions shall be subject to disciplinary action that may include termination of employment, depending on severity of the misconduct.

Facilitation Payments to and Dealings with Public Officials

The Group may have to deal with Public Officials in various occasions in relation to the operations of the Group. In such dealings, the Management and the Employees are:

- 1) prohibited from paying for non-business travel and hospitality for any Public Officials or their Family without prior consent of the Compliance Department;
- 2) required to adhere to the policies and procedures in relation to the offering and receiving of gifts, entertainment, or hospitality to and from Public Officials;
- 3) required to comply with the local anti-corruption laws; and
- 4) Required to ensure that all documentations pertaining to the gift, entertainment, or hospitality are properly recorded and stored.

Facilitation payments are unofficial payments or other advantages made to secure or expedite the performance of a routine or administrative duty by a Public Official. The Management and Employees shall not promise or offer, or agree to give or offer, facilitation payments to Public Officials. In the event that the Management or Employees face a request from Public Officials for facilitation payments to be made, our Group's Policy shall be communicated to the relevant party. The receipt of such requests shall be immediately reported to the Compliance Department.

In the circumstances in which the Management or an Employee is compelled to make a facilitation payment in order to protect themselves from injury, loss of life or liberty, such payment shall be immediately reported to Compliance Department.

Political Contributions

Subject to any prevailing laws that govern political contributions, the Group may make contributions to political parties or candidates, provided that the offering of such contributions meets the following criteria:

- 1) The contributions are made without the promise or expectation of obtaining favourable treatment or benefit in return;
- 2) The contributions are made with the authorisation of the Management in consultation with the Compliance Department; and
- 3) The contributions are accurately recorded and made in a transparent manner.

Good faith payments to a government entity including but not limited to payments to the said government's federal treasury, are not prohibited, so long as they are made with due care to the government entity and not to any individual official. Under no circumstances will any Employee be compensated or reimbursed in any way by the Group for a personal political contribution.

Employees are also prohibited, unless approved by the Compliance Department, from using the Group's facilities or resources to aid the political campaign of any political party in any country.

Corporate Social Responsibility and Charitable Donations

The Group is committed to cultivate a strong relationship with local communities and to enhance the well-being of the local population and the nation as a whole. The Group also aims to contribute to society as a responsible corporate entity.

Charitable donations are permissible but shall only be made with the prior approval of the Management in consultation with the Compliance Department and Corporate Affairs Department of the Group. The proposed recipient must be a legitimate organisation and appropriate due diligence must have been conducted to ascertain whether any Public Officials are affiliated with the said organisation.

Requests for charitable donations shall be carefully documented to ensure that donations are channelled to the intended recipients in a transparent manner.

Charitable donations shall not be used as a scheme to conceal unauthorised political contributions. The records of all charitable donations made must be kept by the Corporate Affairs .

Education Sponsorships

The Group aims to provide opportunities and develop the future generation by providing sponsorships to deserving students. The following criteria must be met prior to granting of sponsorships:

- 1) Comprehensive due diligence shall be conducted to ensure that only the most qualified and deserving students receive the sponsorship;
- 2) The selection process shall be transparent and reasons for the selection shall be properly recorded;

- 3) In the event that the sponsorship is awarded to a candidate with a Family relationship with the Group, the sponsorship shall be disclosed and properly recorded; and
- 4) If sponsorship is to be awarded to Public Officials or persons affiliated with Public Officials caution must be exercised to ensure that the awarding of sponsorship would not violate local laws and is in accordance with the Policy.

Dealing with Third Parties

Due diligence shall be conducted on all third parties, including contractors, suppliers, agents, consultants, joint venture partners, introducers/government intermediaries prior to the entering into any formalised relationships. Methods may include background checks, document verification processes or interviews.

Red flags must be identified and addressed prior to engagements with third parties. Examples of red flags involving third parties include:

- 1) The third party has family, business, or special ties with Public Officials;
- 2) The third party is not agreeable to the inclusion of contractual provisions requiring compliance with anti-bribery standards and procedures in formalised commercial agreements;
- 3) Proposal of convoluted payment arrangements such as payment in cash, payment to a third party or accounts in other countries, or requests for upfront payment;
- 4) The third party requires that their identity remain undisclosed in the business transaction; and
- 5) Inadequate credentials for nature of engagement or lack of an established place of business

Arrangements entered into with third parties shall be subject to unambiguous contractual terms that is in compliance with all relevant laws and the values stipulated in the Business Code of Conduct. This Policy shall be communicated to and made readily available to third parties. The Group expects third parties with business relations with the Group to comply with minimum standards and values relating to anti-bribery and corruption.

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.

Joint Venture Partners

The Group acknowledges that it may be held responsible for the illegal activities of its joint venture partners. Thus, joint venture agreements entered into by the Group shall include various bribery prevention procedures such as parity of representation on the board of directors of the joint venture company. Compliance to this Policy shall be made a condition of the joint venture agreement.

Recruitment of Employees

The Group provides equal opportunities for any qualified and competent candidates to be employed irrespective of their background as described by the Group's Equality and Diversity Policy. The

recruitment of Employees should be based on approved selection criteria to select the most suitable candidate for the job.

Due diligence including background checks should be conducted to ensure that candidates, particularly for managerial positions do not have a prior history of being investigated or convicted for any corruption offences. Due diligence findings shall be properly documented.

Reporting of Violations of the Policy

The Group aims to be honest and transparent in its operations and seeks to adhere to its core values of integrity and responsibility. Therefore, the Group encourages Employees to comply with these values and disclose any actual or suspected acts of bribery or corruption by fellow Employees and relevant personnel to appointed authorities.

The Group will protect the confidentiality of the whistleblower and will protect them from retaliation if a disclosure is made in good faith.

Further details are available in the Group's Whistleblower's Policy.

Review of the Policy

The Group will undertake a comprehensive review of the Policy annually, in which the relevance and current status of the Policy's components will be assessed. The Group may also undertake revisions when new regulatory requirements are introduced and the revisions will be made publicly available as soon as possible.

Contact Point

Corporate Affairs, Compliance Department

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