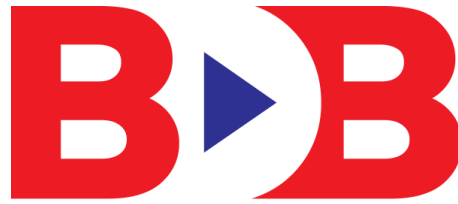




**POLICY AND STANDARD OPERATING PROCEDURES
ANTI-BRIBERY AND ANTI-CORRUPTION (ABAC) AND GIFTS POLICY**



SPIRIT OF ACHIEVEMENT

BINA DARULAMAN BERHAD					
POLICY AND STANDARD OPERATING PROCEDURES					
ANTI-BRIBERY AND ANTI-CORRUPTION (ABAC) POLICY AND GIFTS POLICY					
Reference No:	BDB/POL/ERM/REV 1	Revision No:	1.0	Effective Date:	01/03/2025

REVISION CONTROL SUMMARY

Revision No.	Effective Date	Summary of Changes
0.0	24/07/2020	First version
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TABLE OF CONTENTS

0.0	POLICY STATEMENT	3-4
1.0	PURPOSE OF THE POLICY	5
2.0	SCOPE AND APPLICATION	5
3.0	REQUIREMENTS	5
4.0	REVIEW OF THE POLICY	6
5.0	ROLES AND RESPONSIBILITIES	6
6.0	INTEGRITY CONDUCT MANAGEMENT	
6.1	Bribery and Corruption	6-7
6.2	Gifts, Entertainments and Travel (G.E.T)	7-9
6.3	Donations, Sponsorships and Corporate Social Responsibilities (CSR)	9
6.4	Political Contributions	9
6.5	Conflict of Interest	9
6.6	Managing Facilitation Payment	9-10
6.7	Dealing with Business Associates	10
6.8	Employment	10-11
7.0	REPORTING OF POLICY VIOLATION	11
8.0	TRAINING AND AWARENESS	11
9.0	DECLARATIONS	11
10.0	COMPLIANCES AND SANCTIONS FOR NON-COMPLIANCES	11-12
11.0	TERMINOLOGY AND ABBREVIATION	12-18
12.0	REFERENCES	18

ANTI-BRIBERY AND ANTI-CORRUPTION AND GIFTS POLICY STATEMENT

Bina Darulaman Berhad (“BDB”) and subsidiaries (“the Group”) are firmly committed to conduct business with the utmost integrity and ethical standards. This commitment reflects the Group proactive approach to safeguarding our operations and maintaining the trust of our stakeholders and the broader community.

The Group are fully committed to:

- 1) Adopt zero-tolerance approach against bribery, corruption, and unethical conduct in all business activities, including extortion, collusion, trust breaches, abuse of power, trading under influence, embezzlement, fraud, and money laundering whether direct or indirect, across all levels of the Group.
- 2) Comply with Malaysia Anti-Corruption Commission (“MACC”) Act 2009 and Amendment Act 2018 (Section 17A) which imposes corporate liability for corrupt acts including the law that prohibit bribery and corruption such as Companies Act 2016 (Malaysia) and any other relevant laws and regulations in relation to anti-bribery and anti-corruption measures.
- 3) Ensure that the Board of Directors, C-Level Management, Management team, Employees and Business Associates that acting on behalf of the for business related activity formally and informally are prohibit from any improper solicitation, acceptance, giving or promising facilitation of payment for all types of activities which may rise to bribery and corruption.
- 4) Conducting business dealings with Public Sector (“Government”) and Private Sector (“Commercial”) entities in a fair, honest, transparent, and ethical manner, avoiding the perception of bribery and ensuring transparency and honesty.
- 5) Cultivate a culture of integrity and ensure full compliance with the Anti-Bribery and Anti-Corruption (“ABAC”) Policy across the Group, led by strong example of our Board of Directors, C-Level Management and the Management team.
- 6) Implement robust monitoring and reporting mechanisms, encouraging any of Associated Person to report suspected violations through a secure whistleblowing channel at whistleblower@bdb.com.my, guaranteeing full protection against retaliation and ensuring that there are no demotion, penalty, or adverse consequences for refusing bribes or engaging in illicit behavior.
- 7) Continuously review, control and improve the ABAC Policy and align with Anti Bribery Management System (“ABMS”) as tool to prevent violation in accordance with ISO 37001:2016 standards, ensuring the effectiveness and relevance.
- 8) Establish independence of the ABAC compliance function via Integrity and Governance Unit (“IGU”) in managing the bribery and corruption related matters. IGU shall has direct reporting line to the Board Audit Committee and Board of Directors.

- 9) Conduct regular risk assessments and implement due diligence procedures to identify and mitigate bribery and corruption risks, particularly in our interactions with Business Associates via Enterprise Risk Management department (“ERMD”). ERMD shall have direct reporting line to the Board Risk Committee and Board of Directors.
- 10) Promote ABAC culture within the Group through providing ongoing training and awareness to Board of Directors, C-Level Management, Management team, Employees and extended to the Group’s Business Associates to ensure clear understanding of the Policy and accountabilities in upholding the standards as well as punishment for non-compliance.
- 11) Extends commitment beyond compliance through forming a core element of corporate governance as BDB strive to uphold stakeholder’s trust, protecting the Group’s reputation, and contribute to the Global and National fight against bribery and corruption.
- 12) Reserves the right to take necessary actions, including disciplinary measures such as termination of employment, legal proceedings, or termination of business relationships, in accordance with relevant policies, procedures, and statutory requirements, against any Associated Person who breaches this Policy.

Approved by,

**BOARD OF DIRECTORS
BINA DARULAMAN BERHAD**
25 February 2025

1.0 PURPOSE OF THE POLICY

The Group's Anti-Bribery and Anti-Corruption ("ABAC") and Gifts Policy and Standard Operating Procedures ("this Policy") establishes clear guidelines to prevent improper solicitation, bribery, and other corrupt activities in compliance with the Act, and other relevant laws. Compliance with the Policy is mandatory and is monitored to ensure consistent adherence across the Group.

The Policy is designed to align with international standards and regulatory requirements, including the Main Market Listing Requirements ("MMLR") and the Malaysian Code on Corporate Governance ("MCCG"). It underscores the Group's commitment to transparency, accountability, and ethical business practices.

This Policy shall at all times in accordance with the laws and regulations of Malaysia. In the event of any inconsistency or conflict between the provisions of this policy and the laws of Malaysia, the laws of Malaysia shall prevail over the Policy.

2.0 SCOPE AND APPLICATION

This policy applies to all Associated Person for business related activity formally and informally. All Associated Person responsible to read, understand and comply with this Policy at all times. Compliance with this Policy is mandatory.

In particular, the scope includes the following:

- a) Be familiar with the applicable requirements and directives outlined in this Policy and ensure they are communicated effectively to subordinates.
- b) Establish and maintain accurate record of all transactions related in a timely manner and with reasonable detail.
- c) Report any suspicious transactions immediately to immediate superior or line manager i.e. Head of Subsidiaries (HOS) or Head of Department (HOD) for guidance on the appropriate next steps.
- d) Report any violations or suspected violations promptly through the designated reporting channels.
- e) Complete all required training sessions and assessments promptly and provide annual attestation of compliance.

This Policy applies equally to Business Associates and their representatives at all levels, with strict avoidance of any actions that could create a perception of bribery.

3.0 REQUIREMENTS

This Policy should be read in conjunction with the Group's Code of Conduct and Ethics, Employee Handbook and the MACC Act 2009, as well as its 2018 Amendment, to ensure comprehensive understanding and compliance.

If there are any doubts regarding any aspects of these requirements, or if there are areas not fully addressed in this Policy, please directly consult either with the line manager i.e. HOS or HOD, or the IGU for clarification.

4.0 REVIEW OF THE POLICY

The Group will periodically review and reserve the right to amend this Policy, ensuring it is updated and aligned with best practices every two (2) years (whenever required).

The Group is committed to continually improving this Policy relating to anti-bribery and anti-corruption. IGU may therefore endeavor to develop further integrity measures and certify the Group’s anti-bribery procedures as adequate where certification is available.

5.0 ROLES AND RESPONSIBILITIES

No	Roles	Key Responsibilities
1.	Directors and C-Level Management	Lead a strong example in cultivating a culture of integrity and ensure full compliance with this Policy across the Group.
2.	Management Team	Responsible for fostering an ethical culture, ensuring their subordinates understand, comply and support the implementation of this Policy.
3.	Employees and Business Associates	Expected to fully understand and comply with the this Policy and SOPs, report any suspicious activities, and act ethically at all times.
4.	Integrity and Governance Unit (IGU)	Act as the custodian of this Policy, ensuring it is updated and aligned with best practices. Oversees ABAC and Gift policy compliance, investigates potential violations, and maintains records of all reported incidents and compliance activities.
5.	Internal Audit department (IAD)	Independent assurance, regular audit on the Policy compliance, identify gaps, investigation support, reporting to the Board Audit Committee, and follow-up on corrective actions.
6.	Enterprise Risk Management department (ERMD)	Develop Corruption Risk Management (CRM) register, risk mitigation strategies and collaborate with IGU in the policy enhancement, training and awareness, monitoring and reporting.

6.0 INTEGRITY CONDUCT MANAGEMENT

6.1 Bribery and Corruption

All forms of bribery and corruption are prohibited. The Group upholds a zero-tolerance approach. In addition to bribery, Employees must not participate in any corrupt activity, such as extortion, collusion, breach of trust, abuse of power, trading under influence, embezzlement, fraud or money laundering.

Bribery may take the form of exchange of money, goods, services, property, privilege, employment position or preferential treatment. Associated Person shall not therefore, whether

directly or indirectly, offer, give, receive or solicit any item of value, in the attempt to illicitly influence the decisions or actions of a person in a position of trust within the Group, either for the intended benefit the Group or the persons involved in the transaction.

No Employee will suffer demotion, penalty or other adverse consequences for refusing to pay or receive bribes or other illicit behavior, even if such refusal may result in the company losing business or experiencing a delay in business operations.

6.2 Gifts, Entertainments and Travel (G.E.T)

As a general principle, if a gift is deemed appropriate, a Corporate Gift for a specific purpose is encouraged as opposed to a Personal Gift.

In any circumstances, an Associated Person must always uphold integrity by avoiding the offers or acceptances of G.E.T, either directly or indirectly, that may influence business decisions in the Group's business dealings.

G.E.T must be reasonable and proportionate to the income of the Business Associates such that no obligation is created by the provision of the hospitality resulting in a decision to the advantage of the business dealings.

The Group allows appropriate business-related G.E.T. reasonable G.E.T is acceptable provided that the following guiding **five (5) principles** are strictly observed:

Principle 1: Legality and Ethical Standards

Any G.E.T offer or acceptance must comply with all applicable laws and ethical standards, both locally and internationally align with this Policy and the Group's COCE.

Principle 2: Transparency, Accountability and Disclosure

G.E.T should be fully transparent. All G.E.T's offering/acceptance must obtain required approval by the relevant decision-makers according to the Group's DAL and disclosed using **G.E.T Disclosure Form** (refer Appendix 1) by respective Associated Person. This form must be immediately submitted to IGU within 5 working days once obtained all required approval.

All expenses incurred to offer and all estimation of acceptance G.E.T must be properly documented and recorded in the Group's G.E.T Register maintained by IGU with necessary details.

Principle 3: Non-conflict of Interest and Neutrality

G.E.T must not create or appear to create a conflict of interest and must not be intended to influence, or be perceived as influencing, the recipient's impartial business judgment or actions.

Principle 4: Reasonable Value and uphold Integrity

All G.E.T must be of nominal value and proportionate to the nature of the business relationship. Any G.E.T in the form of cash or cash equivalents must never be offered accepted under any circumstances. It is advisable to avoid giving or accepting excessive gifts to prevent creating any impression of obligation or preferential treatment.

Principle 5: Rational Frequency

G.E.T must not be a regular occurrence. G.E.T should be offered or accepted on an infrequent basis to prevent any influence over business decisions or judgment.

6.2.1 Gifts

The Group adopts a ‘Gift Policy’ practice as set out in the BDB’s COCE where Associated Person acting for and on behalf of the Group or their Family Members are prohibited from offering or accepting gifts, subject only to certain **exceptions** that shall at all times comply with all applicable policies, procedures, laws and regulations related to the use of gifts.

The certain **exceptions** wherever offering and accepting gifts is allowed in the following situations:

- a) Gifts exchanged at a company-to-company level, such as during official or courtesy visits, where the gift becomes company property.
- b) Gifts from the company to external institutions or individuals during official events or celebrations, like commemorative or door gifts given to all attendees.
- c) Gifts from the company to Employees and/or their Family Members during internal or official company events, such as in acknowledgment of an employee's service to the company.
- d) Small token gifts with the company’s logo (e.g., t-shirts, pens, diaries, calendars, and other promotional items) distributed equally to the public, Business Associates, or Stakeholders at events like conferences, exhibitions, or trade shows, as part of brand-building activities.
- e) Gifts provided to external institutions who have no business relationship (Corporate Social Responsibilities initiatives) with BDB, such as monetary or in-kind donations to charitable organizations.

Any **offered gifts** to Business Associates on behalf of the Group must not exceed an estimated value of RM300.00 and firstly verify from the immediate head, HOS/HOD, reviewed by IGU, and obtain approval from ED/COO through G.E.T Disclosure Form.

While any **acceptance of gifts** must be promptly declared through the G.E.T Disclosure Form and submitted to IGU within 5 working days. These gifts shall be placed at the IGU and will be shared or distributed among employees of the Group once the documentations completed.

Associated Person is responsible to inform Business Associates that involved in the business dealings with BDB that the Group has adopted a ‘Gift Policy’ to ensure that the policy is clearly communicated, understood and followed by the Business Associates in preventing conflicts of interest or the appearance of such as any type of gifts could perceived as a bribe.

6.2.2 Entertainment and Travel

Entertainment & Travel refers to hospitality-related activities offered to Business Associates or accepted by Associated Person as part of business interactions to build relationships or enhance goodwill. Eligible Associated Person are permitted to extend reasonable hospitality to Business Associates as part of business networking and to foster goodwill with the recipients.

Generally, this kind of hospitality-related activity is given by a company to entertain Business Associates or Associated Person for the company’s benefit. Examples of events include sporting events, gala dinners, concerts, golf tournaments, etc. However, there is a fine line

between acceptable and unacceptable practices. The main concern is whether the event is intended to improperly influence a business decision. The offer is **deemed inappropriate** under the following circumstances:

- a) When it provides advantages towards the Business Associates or Associated Person;
- b) When the intention is clearly to influence Business Associates or Associated Person to act improperly in their duties;
- c) When it is known that accepting such benefits would be unethical or improper.

6.3 Donations, Sponsorships and Corporate Social Responsibilities (CSR)

All donations, sponsorships, and CSR initiatives are permitted, provided that the Group's DAL is adhered to. It is essential that these initiatives strictly complied with the Group's policies and all expenses incurred to must be properly documented and recorded in the Group's records.

All donations, sponsorships, and CSR initiatives must be carefully monitored to ensure that all transactions are conducted transparently and not used as a means to improperly influence business outcomes. All expenses incurred must be properly documented and recorded in the Group's Donations, Sponsorship & CSR Register maintained by Corporate Communication dept. with necessary details.

6.4 Political Contributions

The Group prohibits all direct or indirect political contributions to political parties, candidates, or campaigns.

6.5 Conflict of Interest

Conflicts of interest arise in situations where there is a personal interest that might be considered to interfere with that Associated Person's objectivity when performing duties or exercising judgement on behalf of the Group.

(Please refer to Conflict of Interest set out in the Code of Conduct and Ethics together with Employment Policies set out in the Employee Handbook for further information).

6.6 Managing Facilitation Payment

The Group adopts a strict stance that disallows facilitation payments or "kickbacks". Associated Person that acting on behalf of the Group must not offer, make, or receive facilitation payments. Associated Person must refuse and explain the Group's no-payment policy. Managing facilitation payment:

- a) Employees must decline the request or payment of facilitation payment and are expected to notify immediate superior/HOS/HOD when encountered with any requests for a facilitation payment including report through whistleblowing channel.
- b) In case, if you are aware that any of BDB's employee has request a facilitation payment from a Business Associate, or Business Associates who receive a request for a facilitation payment from a BDB's employee, must directly report the matter to the whistleblowing channels.

6.7 Dealing with Business Associates

As part of the Group's commitment to combat bribery and corruption, the Group expects all Business Associates that act on behalf of the Group to refrain from bribery and corruption. If suspicion of bribery and corruption arises in the dealings with any Business Associate, the Group shall seek an alternative provider of the services/ goods.

If the Group is not satisfied that bribery and corruption prevention has been upheld, BDB shall conduct thorough due diligence to mitigate risks of bribery and corruption. This process involves evaluating the reputation, integrity, and compliance practices of Business Associates before establishing or renewing any business relationships. (Please refer to Procurement Policy for further information).

The extent of the due diligence should be risk-based and should include a bribery risk assessment. Due diligence may include a search through relevant databases, checking relationships with public officials, and documenting the reasons for choosing one particular Business Associate over another.

The Group shall endeavor to include clauses in all contracts enabling the Group to terminate any contract in which bribery or corruption has been observed.

Guidance and standards for appropriate practices and behaviors are expected to also be regulated to prevent corrupt practices. Where the requirements may not be immediately apparent, IGU shall be consulted.

6.8 Employment

The Group recognizes the value of integrity in its Board of Directors and Employees. The Group's recruitment, training, performance evaluation, remuneration, recognition and promotion for all Employees, shall be designed to recognize integrity. The Group conducts due diligence on employees who hold, or may be holding, Exposed Positions.

The Group does not offer employment to prospective Associated Person in return for previous favor/in exchange of improper favor. The Group awards contracts and Associated Person positions purely based on merit. Support letters in all forms shall not be recognized as part of the business decision-making process.

The Group provides anti-bribery and anti-corruption training to new recruits and employees promoted/transferred to Exposed Position. (Please refer to Employment Policies set out in the Employee Handbook for further information).

7.0 REPORTING OF POLICY VIOLATIONS

Employees who encounter actual or suspected violations of this Policy are required to report their concerns. Each Employee has a responsibility to ensure that suspected -bribery and corruption incidents are reported promptly. The Group practices an open-door policy and encourages all Employees to share concerns and suggestions with superiors and colleagues who are able to address them in an appropriate manner. The SOP sets out secured whistleblowing channels via e-mail to whistleblowing@bdb.com.my.

Reports made in good faith, either anonymously or otherwise, shall be addressed in a timely manner and without incurring fear of reprisal regardless of the outcome of any investigation.

8.0 TRAINING AND AWARENESS

The Group conducts awareness programmes for all Employees to refresh awareness of ABAC measures, and to continuously promulgate integrity and ethics. This includes online training, assessment and attestation whenever required.

IGU shall collaborate with ERMD at any time recommend that certain training be repeated to any Group of Employees in any operating unit if deemed necessary based on circumstantial requirements while HRMD shall maintain all records of trainings.

9.0 DECLARATIONS

All new recruits shall complete trainings on this Policy. New recruits are expected to pass the assessment at the end of the training and attest that this Policy shall be complied with in the course of his/her employment.

In addition, under circumstances of suspicious behavior, allegations and/or investigations relating to bribery or corruption, HOS/HOD/C-Level Management reserves all rights to request the relevant Employee to declare information regarding assets owned as deemed necessary.

10.0 COMPLIANCES AND SANCTIONS FOR NON-COMPLIANCES

The Board of Directors, C-Level Management, management team, employees, and all the Group's Business Associates are required to comply with this Policy.

IGU will have the oversight of the implementation of compliance controls related to this Policy and shall be the independent authority to act effectively against bribery, including initiating investigations deemed necessary based on reasonable cause for suspicion and maintain a direct reporting line to the Board Audit Committee.

IGU shall implement and effectively manage routine ABAC measures as deemed appropriate to ring-fence the Group against possible legislative liabilities, as well as undertake ad-hoc measures deemed required based on circumstantial requirements that present during the course of operations.

IGU shall conduct regular validation to ensure compliance to this Policy. Such validation exercises may be conducted either independently by IGU or in collaboration with ERMD and/or conducted by external consultants.

ERMD shall conduct regular risk assessments to identify the bribery and corruption risks potentially affecting the Group. ERM shall collaborate with IAD and IGU in reviewing the suitability of this Policy from time to time, taking into account relevant developments in the legislature as well as evolving industry and international standards.

The Group regards bribery and corruption as a serious matter. Non-compliance may lead to disciplinary action, up to and including termination of employment. Further legal action may also be taken in the event that the Group’s interests have been harmed as a result of non-compliance. Any non-compliance identified by the validation or identified through other risk assessments undertaken shall be informed to IGU to be reported to the Board Audit Committee.

The Group will take immediate action against individuals or entities involved in bribery or corruption and will cooperate with law enforcement authorities in prosecuting offenders. The Group shall notify the relevant regulatory authority if any identified bribery or corruption incidents have been proven. Where notification to the relevant regulatory authorities has been done, the Group shall provide full co-operation to the said regulatory authorities.

Any changes or exceptions in regard to the sanctions for non-compliance shall require the approval from the Board of the Group.

11.0 TERMINOLOGY AND ABBREVIATION

The following terms are used in this Policy with the meanings specified:

No	Abbreviations	Descriptions/Definitions
1.	Associated Person	Shall have the same meaning as “a person associated” set out under section 17A (6) MACC Act to be a Director, C-Level Management, Management team, Employees, Business Associates or any person who performs services for or on behalf of the Group.
2.	Board of Directors	Refers to an individual that independent and non-independent directors, executive and non-executive directors of the Group and shall also include alternate or substitute directors.

No	Abbreviations	Descriptions/Definitions
3.	Bribery	<p>Any action which would be considered as an offence of giving or receiving “gratification” under MACC Act 2009 and Amendment 2018. 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 in a position of trust within the Group.</p> <p>Bribery and corruption are closely related. However, corruption has a wider remit. See “Corruption” definition below.</p>
4.	Business Associates	<p>An external party or third party with whom the Group has, or plans to establish, some form of business relationship. This primarily includes Counterparties and Business Partners, i.e. clients, customers, joint ventures, joint venture partners, consortium partners, outsourcing providers, contractors, consultants, subcontractors, suppliers, vendors, advisers, agents, distributors, representatives, intermediaries and investors either in Public Sector or Private Sector performing work or services for or on behalf of the Group</p>
5.	Conflict of Interest	<p>When a person’s own interests either influence, have the potential to influence or are perceived to influence their decision making of the Group.</p>
6.	Corporate Gift	<p>Refers to something given from one organization to another, with the appointed representatives of each organization 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.</p> <p>The gifts are given transparently and openly, with the implicit or explicit approval of the organizations involved. Corporate gifts normally bear the company name and logo and are of nominal value. Examples of corporate gifts include items such as diaries, table calendars, pens, notepads, plaques, and festive gifts such as hampers, oranges and dates.</p>
7.	Corruption	<p>Refers to the offences under the MACC Act which may include but not limited to the following offences:</p> <ul style="list-style-type: none"> a) Solicitation/receiving gratification (Section 16(a) and 17(a)); b) Offering/giving gratification (Section 16(b), and 17(b), 17A); c) Intending to deceive the principal (false claim) (Section 18); and d) Using office or position for gratification (abuse of office/position) by an official of a public body (Section 23).

No	Abbreviations	Descriptions/Definitions
8.	C-Level Management	<p>The members consist of the followings:</p> <ol style="list-style-type: none"> 1. Chief Executive Officer or Executive Director 2. Chief Operating Officer; 3. Chief Financial Officer; 4. Chief Business Strategy Officer; 5. Chief Business Support Officer; and 6. Chief People Officer
9.	Donations	<p>Refers to voluntary contribution, often monetary or in-kind, made by the company or individuals to charitable organizations, to support the community, or initiatives without any expectation of commercial return or benefit.</p>
10.	Employees	<p>Individuals that directly contracted to the Group on an employment basis, including permanent and contract or temporary employees including partimer.</p>
11.	Entertainment & Travel	<p>Refers to hospitality-related activities or events offered to Associated Person or Business Associates as part of business interactions to build relationships or enhance goodwill.</p> <p>The hospitality-related activities, which may include travel, business meals, 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.</p> <p>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.</p>
12.	ERMD	<p>ERMD refers Enterprise Risk Management department of BDB</p>
13.	Exposed Position	<p>An employee that position identified as vulnerable to bribery through a risk assessment. Such positions may include but is not limited to any role involving procurement or contract management; financial approvals; human resource; relations with Public Sector or government departments; sales; positions where negotiation with an external party is required; or other positions which the Group has identified as vulnerable to bribery.</p>
14.	Facilitation Payment	<p>A payment or other provision made personally to an individual in control of a process or decision. It is given to secure or expedite a routine or administrative duty or function, non-discretionary action.</p>

No	Abbreviations	Descriptions/Definitions
15.	Family Members	<p>Family Members as interpreted by Companies Act 2016 and Main Market Listing Requirements (“MMLR”) as follows: <u>Section 197(2)(a) of Companies Act 2016 :</u> “a member of the director’s family” means the director’s spouse, parent, child, including adopted child and stepchild, brother, sister and the spouse of the director’s child, brother or sister.” <u>MMLR Chapter 1.01 :</u> in relation to a person means such person who falls within any one of the following categories:</p> <ol style="list-style-type: none"> a) spouse; b) parent; c) child including an adopted child and step-child; d) brother or sister; and e) spouse of the person referred to in subparagraphs (c) and (d) above.
16.	GLC	<p>Refers as Government Link Company which company that the government owns a significant stake, either directly or through a government-linked investment company. This means that the government has a notable influence over the company’s operations, policies, or decision-making processes.</p> <p>GLCs are often established to help achieve public objectives, such as economic development, infrastructure improvement, or providing essential services to the public.</p>
17.	Gift	<p>Refers to any item of value given or received between persons. This may include:</p> <ol style="list-style-type: none"> a) tickets to sporting events, concerts, or cultural events; or b) merchandise such as hampers, wine, branded clothes, collectible bags, jewellery, decorative items, gadgets, or c) travel or lodging including holiday packages; or d) favourable terms or discounts on a product or service for the employee's benefits that are not available to other employees of the Group; or e) cash and cash equivalents such as gift cards and gift vouchers; or f) electronic items such as phones, tablets or laptops; or g) assets provided for use without charge or provided at below market rates such as vehicles, property, shares; or h) any item of value that is given to a government official; or i) others such as debts write-off, “massages terms & padding” of contracts, medical check-up at prestigious hospitals, holidays.

No	Abbreviations	Descriptions/Definitions
18.	Gratification	<p>‘Gratification’ is defined in the MACC Act to mean the following:</p> <ul style="list-style-type: none"> 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). <p>Bribery may be “outbound”, where someone acting on behalf of the Group attempts to influence the actions of someone external, such as a Public Sector or client decision-maker.</p> <p>It may also be “inbound”, where an external party is attempting to influence someone within the Group such as a decision-maker or someone with access to confidential information.</p>
19.	HOD	<p>Refers to Head of Department, a senior-level individual responsible for overseeing a specific department within the Group. This person is tasked with ensuring that their department complies with this Policy, including implementing internal controls, monitoring departmental activities for potential bribery or corruption risks, and promoting a culture of ethical behavior.</p> <p>HOD is also a point of contact for employees seeking guidance on the interpretation and application of this Policy, ensuring that all actions within their department align with the Group’s anti-corruption standards and legal obligations.</p>

No	Abbreviations	Descriptions/Definitions
20.	HOS	<p>Refers to Head of Subsidiaries, a senior leader responsible for managing a subsidiary under the Group. This individual plays a critical role in ensuring compliance with this Policy at the company level, overseeing the implementation of anti-bribery and anti-corruption measures, and establishing internal controls to mitigate risks.</p> <p>HOS is also responsible for guiding employees within the company on ethical practices, ensuring adherence to the policy, and addressing any concerns related to potential bribery or corruption.</p> <p>HOS serves as a key resource for clarifying policy provisions and ensuring that business activities within the company align with the Group’s corporate integrity and legal standards.</p>
21.	HRD	Refer to Human Resources department of BDB
22.	IGU	Refers to Integrity Governance Unit of BDB
23.	IAD	Refers Internal Audit department of BDB
24.	Management team	<p>A group of individuals, typically comprising Head of Department, Head of Subsidiaries, Senior Manager, Manager, and other related key decision-makers, who are responsible for overseeing and directing the Group’s operations.</p> <p>The management team are accountable for ensuring the effective implementation of this Policy, establishing a culture of integrity, and taking appropriate actions to prevent, detect, and respond to bribery and corruption risks within the Group.</p>
25.	Private Sector (“Commercial”)	A business, companies, and organizations owned by private individuals or entities, which operate independently of government control, focused on generating profit through competitive, market-driven activities and regulated by laws and policies.
26.	Public Sector (“Government”)	Any person who is a member, an officer, an employee or a servant of a public body. This includes candidates for public office, officials of any political party, and officials of government or state-owned enterprises. A public body includes the federal government, state government, local authorities, and their departments, services and undertakings. Also included are companies or subsidiaries over which a public body has controlling power or interest, and various registered societies and trade unions.

No	Abbreviations	Descriptions/Definitions
27.	Personal Gift	<p>Something given from one individual to another, with the intention of creating or enhancing a personal relationship. The gifts are given in a private setting, without the knowledge or approval of the company management of one or both parties.</p> <p>Personal gifts may include cash, cash equivalents such as credit cards, bitcoin or savings accounts, electronic items, watches, luxury pens, property, vehicles, free fares, shares, interest free loans, lottery tickets, travel facilities, entertainment, services, club memberships, any forms of discount or commission, pieces of jewelry, decorations, souvenirs, vouchers or any other valuable items.</p>
28.	Sponsorship	<p>Support given by the company, usually in the form of funding or resources, to an event, activity, or organization, where there may be some form of mutual benefit or commercial return, often involving brand exposure or recognition.</p>

12.0 REFERENCES

Information in this Policy should be read together with the following references:

- MACC Act 2009 and Amendment 2018
- Code of Conduct and Ethics Policy ('COCE')
- Whistleblowing Policy
- Employees Handbook
- Delegation of Authority Limits ('DAL')
- Malaysia Code of Conduct Governance ('MCCG')
- ISO 37001:2016 Anti-Bribery Management System ('ABMS')

Available on BDB's ESS portal and BDB Shared folder.

This Anti-Bribery and Anti-Corruption Policy is also available on BDB's official website at <http://www.bdb.com.my>